WHAT IF IT'S ALL TRUE?

# POLY

# DARK MATTER

Polyhedron 167

RPGA NETWORK

d20 system

## SHADES OF GREY

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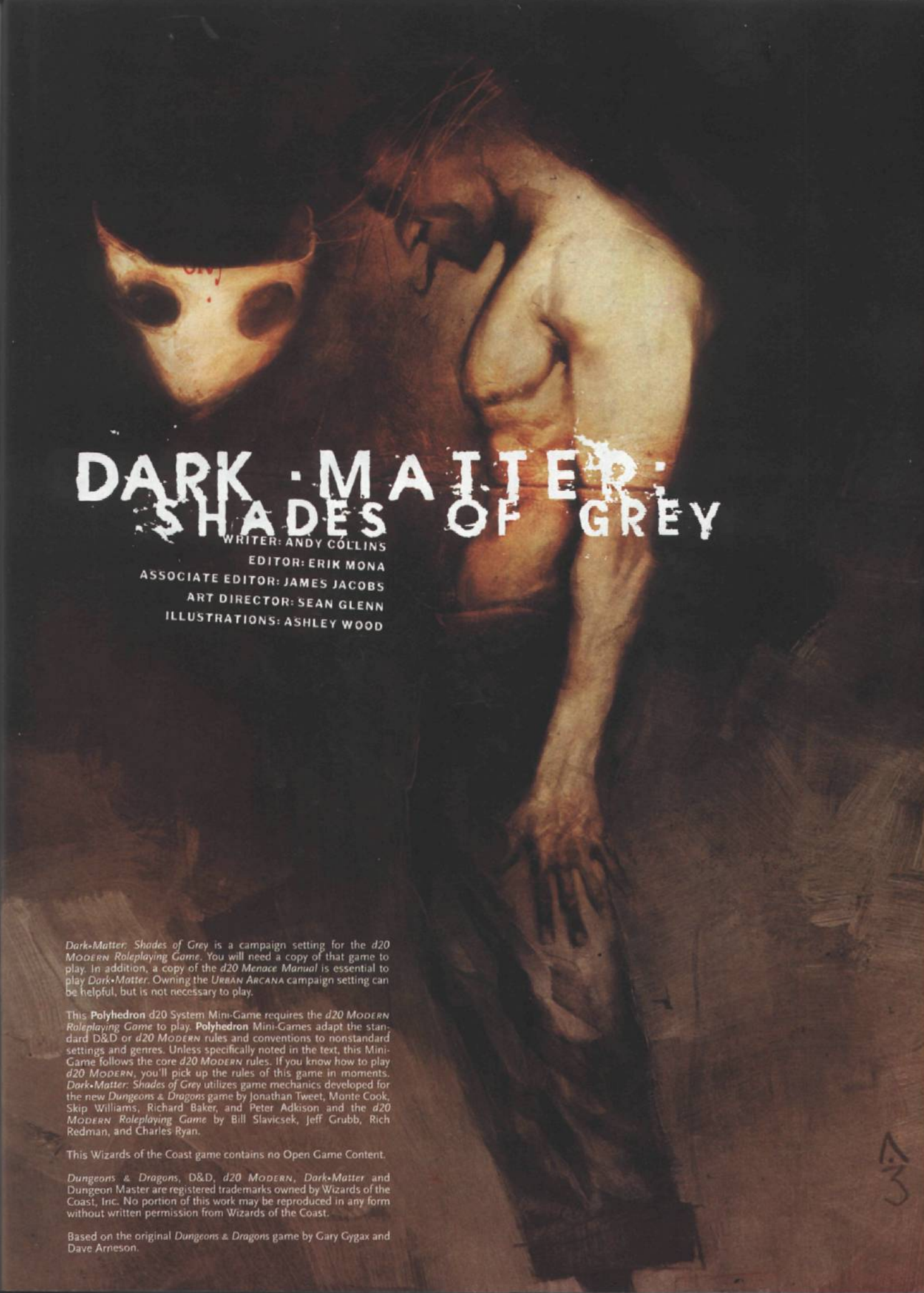

# DARK·MATTER: SHADES OF GREY


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*Dark•Matter: Shades of Grey* is a campaign setting for the *d20 Modern Roleplaying Game*. You will need a copy of that game to play. In addition, a copy of the *d20 Menace Manual* is essential to play *Dark•Matter*. Owning the *Urban Arcana* campaign setting can be helpful, but is not necessary to play.

This **Polyhedron** d20 System Mini-Game requires the *d20 Modern Roleplaying Game* to play. **Polyhedron** Mini-Games adapt the standard D&D or *d20 Modern* rules and conventions to nonstandard settings and genres. Unless specifically noted in the text, this Mini-Game follows the core *d20 Modern* rules. If you know how to play *d20 Modern*, you'll pick up the rules of this game in moments. *Dark•Matter: Shades of Grey* utilizes game mechanics developed for the new *Dungeons & Dragons* game by Jonathan Tweet, Monte Cook, Skip Williams, Richard Baker, and Peter Adkison and the *d20 Modern Roleplaying Game* by Bill Slavicsek, Jeff Grubb, Rich Redman, and Charles Ryan.

This Wizards of the Coast game contains no Open Game Content.


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Based on the original *Dungeons & Dragons* game by Gary Gygax and Dave Arneson.

HOFFMAN

*What if those stories of unexplainable events, laughed off by all of us as nightmares or fairy tales, weren't so imaginary after all? What if the crackpot claims about alien visitors and men in black turned out to be genuine? What if the strangeness really was out there, and it was getting worse?*

*Welcome to a world just slightly different from our own, where what can't possibly be true has quietly been replaced by what truly is possible. A world where shadowy players spin a web of lies and half-truths to keep the public blissfully ignorant of the horrible truths that lurk in dark places. A world where knowledge is simultaneously the ultimate weapon and the ultimate curse, and where the comfortable hues of black and white blend in a decidedly uncomfortable manner. A world where the dark tide is rising, and you're one of the chosen few who can hold it back, if even only for a little while.*

*Welcome to the day after tomorrow. Welcome to the world of* Dark•Matter: Shades of Grey.

# Part One

## HEROES OF DARK·MATTER

The heroes of the *Dark•Matter: Shades of Grey* setting work for a quiet, private institution called the Hoffmann Institute. Those in the public who even know of the Institute's existence believe it to be a think tank devoted to developing new technologies, particularly in the field of alternative energies.

You know better. The Hoffmann Institute's public face conceals a secret agenda: the investigation of paranormal phenomena ranging from back-alley psychics to rituals of dark magic to the illicit activities of honest-to-God alien creatures, right here on Mother Earth. The goal? Nothing less than the preservation of the human race.

You work as a field operative for the Hoffmann Institute, rooting out the truths behind urban legends, tabloid stories, and ancient myths alike. Following the truth isn't easy—you may find yourself in the back alleys of Istanbul one day and the sewers of Chicago the next. It isn't safe—just about every other government, corporation, or organization in the world would like to get its hands on what you know, and they're more than willing to break a lot of laws to do it.

And of course, it certainly isn't glamorous. You don't get any parades or medals. You don't get to read newspaper stories about how you and your team kept a team of saurian assassins from knocking off the vice president on his fact-finding trip to Egypt. You can't even tell your family that you missed last Thanksgiving dinner because you were chasing Men in Black through downtown Las Vegas while dressed as an Elvis impersonator.

But then, you didn't join the Hoffmann Institute to become a celebrity, or to be safe, or even to have it easy. You joined because of your special talents, your keen insight, and your driving need to know the truth.

Ah, the truth. Elusive prey, the truth. So many nasty realities getting in the way. It's surprising, really, how few people are actually interested in the truth. Oh, sure, they all say that's what they want—the media looking for your money, politicians looking for your votes *and* your money, and the general public because that's what the media and politicians tell them they should want (right before asking them for their money).

But show them a glimpse, just a tiny peek behind the tightly woven curtain of lies and self-deceit that hangs before their eyes, and what happens? They call you a troublemaker, a crackpot, or even a traitor. That's because they don't want *the* truth, they want *their* truth, and that's all the difference in the world.

Hearing their truth isn't enough for you, and that's why you're here—working side-by-side with those who share your thirst for what's real, rather than what's accepted. It's often a terrifying ride, but you wouldn't have it any other way.

### THE DARK TIDE

If all this were just a search for the truth, though, you wouldn't be any different than the UFO-chasers who give your quest a bad name. No, it's far more serious than that. In fact, the fate of the entire human race may well be at stake.

Hoffmann researchers claim that the ebb and flow of psychic, arcane, and even cryptozoological phenomena throughout history is connected to the presence of a mysterious and undetectable substance known as "dark matter." As the level of dark matter in a particular region of the galaxy—dubbed "the dark tide" by Hoffmann scientists—rises, the occurrence of paranormal events increases dramatically, and vice versa.

Some researchers claim that the dark tide's rise and fall also influences the pace of cultural and technological advances. Apparently, just as this dark tide unlocks previously hidden psychic talents, makes ancient magic rituals function once again, and triggers strange biological mutations, it also enhances human creativity and ingenuity.

Unfortunately, these dark tides don't tend to end well. Without fail, they result in strife, natural disasters, and other catastrophic events before ebbing away into history. Hoffmann researchers suggest that the destruction of Atlantis, the fall of the last Egyptian dynasty, and the Crusades themselves can all be traced to high-water marks of the dark tide.

Of course, dark matter itself can't be measured, but its effects on the world can be tracked and theorized. After decades of painstaking investigations around the globe, the Hoffmann Institute has come to the conclusion that the latest rise of the dark tide, which began more than two centuries ago, threatens to reach the highest levels in recorded history. The explosion in unexplainable events, sightings of unidentified creatures, and sheer weirdness over the past few decades point to an inescapable conclusion: The world is heading for a catastrophe of titanic proportions.

Oh, and the Institute isn't the only group who saw this coming. Centuries ago, the Maya asserted that the world that we knew was actually the fifth version that had existed. Four previous worlds had been created and destroyed, and indeed our fifth epoch also had an "expiration date" scheduled, when a terrible cataclysm would wipe out humanity. The date for this event? December 23, 2012.

The ultimate goal of the Institute, then, is a simple one: Ensure that humanity survives the cosmic shift due to occur in a mere handful of years.

That's a tall order, to be sure, and nobody expects you to accomplish it single-handed. Your job is to gather information, to retrieve important artifacts of ancient or alien origin, and to protect humanity from those forces who don't share the Institute's altruistic aim. Let the higher-ups worry about how it all fits together; that's their problem. You? You're on the front line of the battle, fighting to make sure they have the time and resources to win the war.

## WORKING FOR THE HOFFMANN INSTITUTE

Obviously, working for the Hoffmann Institute isn't like your ordinary day job. That said, it can at times bear a striking resemblance to exactly that, with the

obligatory paperwork, travel itineraries, meetings, videoconferences, and bureaucracy that comes with a sprawling organization. Indeed, most employees of the Institute work long hours not terribly dissimilar to a corporate executive or government researcher, whether chained to a desk or in a lab coat.

Thankfully, you don't have one of those jobs. You're a field agent, assigned to casework that sends you out of the office on a regular basis. Sometimes the job is as simple as picking up a report on the link between toxic waste disposal and mothman attacks; other cases may lead you into steaming tropical jungles in search of a heretofore unknown species of giant reptile. But whether tracking down alien artifacts in Antarctica, Bigfoot sightings in British Columbia, or crazed cultists in Calcutta, you go where the Institute needs you to go.

Nobody knows exactly how the Institute finds new members—it's not like it advertises job openings (at least not openly). There's no denying that it recruits a wide range of operatives, from wily street punks who've seen something unexplainable to staid librarians who spend their hours poring over dusty tomes of ancient lore. Occupations favored by the Institute in its would-be agents include academic, adventurer, criminal, dilettante, doctor, investigative, law enforcement, military, religious, and technician. They recruit an equal mix of Charismatic, Dedicated, Fast, Smart, Strong, and Tough heroes, as well as heroes of advanced classes as befits the need of the missions. Soldiers, Martial Artists, and Bodyguards are recruited as "muscle" for a job in which the Institute is concerned about the potential for conflict. Infiltrators, Investigators, Negotiators, Telepaths (see "Agents of PSI" in Chapter 9: Campaign Models of the *d20 Modern Roleplaying Game*) and Field Guides (see Advanced Classes, below) are all critical in getting the team of agents past the various obstacles standing in their way. The talents of Field Scientists, Techies, Occultists (see "Shadow Chasers" in Chapter 9: Campaign Models of the *d20 Modern Roleplaying Game*) and Antiquarians (see Advanced Classes, below) are needed in order to divide truth from fiction, and if things get bad, there's no telling how useful the talents of a Field Medic or Gunslinger might prove. While the Institute tends to shy away from the spotlights that follow high-Reputation characters such as Personalities or Daredevils, sometimes fame can be the perfect cover for an operative.

Two things all these recruits have in common is some experience with the paranormal, and the burning need to know more. Hoffmann has no interest in recruiting the simpleton who sells his alien-abduction story to cash in on the talk show circuit, nor does the Institute have faith in the scientist who dismisses reports of strange occurrences without a second thought. These individuals lack the drive that sets a Hoffmann employee apart from the rest of humanity. Sure, the Institute might investigate that alien-abductee's claim, or consult the scientist on matters within her specialty, but they'll never be more than case numbers.

### ALIEN TECH· FEATS

Two new feats that appeared in the *d20 Menace Manual* are available to *Dark•Matter* characters at the GM's option.

#### ALIEN CRAFT OPERATION

The character is proficient at operating one type of spacecraft utilized by certain alien species. The GM will determine what types are available.

**Prerequisite:** Pilot 4 ranks.

**Benefit:** The character takes no penalty on Pilot checks or attack rolls made to operate a craft of the selected type.

**Normal:** A character without this feat takes a –4 penalty on Pilot checks made to operate a spacecraft that falls into any of these types, and on attack rolls made when using the weapons of such a spacecraft.

**Special:** A character can gain this feat multiple times. Each time the feat is taken, select a different type of alien craft.

#### ALIEN WEAPONS PROFICIENCY

The character is proficient with alien weapons.

**Benefit:** The character takes no penalty on attack rolls when using any kind of alien weapon.

**Normal:** A character without this feat takes the –4 nonproficient penalty when making attacks with an alien weapon.

## RESOURCES AND ACCOUNTABILITY

As a trusted field agent for the Hoffmann Institute, you can count on a wide array of resources to aid you in your missions, from the obvious (security dossiers, transportation, surveillance gear, and the obligatory

untraceable firearms) to the not-so-obvious (fake IDs, portable satellite telephones, demolitions kits, and bail money). In general, if the Institute thinks you'll need it, you'll get it, and usually without even having to ask.

Agents can also requisition specific items for use on missions. The Institute has an effective Wealth score of 35 (military), but that doesn't mean that the heroes can simply take whatever they want. Instead, use the "Requisitioning Equipment" rules in Chapter 4: Equipment in the *d20 Modern Roleplaying Game*.

That said, the Institute isn't a bottomless pit of money with no accountability. Agents must meticulously track their use of Institute resources, right down to the last bullet fired at the raging yeti. Furthermore, abuse of Institute resources is a dire offense, punishable by censure, fines, or even suspension.

## Secrecy

The Hoffmann Institute depends upon the discretion of its employees at all times. In essence, it has all the security problems of a multinational corporation combined with those of a government intelligence agency. All operatives, whether field agents or office workers, must swear an oath of secrecy concerning the Institute's true nature and activities. It's whispered that higher-ranking members must submit to periodic evaluations by a team of psychics to ensure loyalty.

Employees who don't take this oath seriously may find their security clearances within the Institute revoked, their pay docked, or their posting changed from downtown Chicago to Nome, Alaska without even a chance to pack a bag. The threat of "permanent debriefing" may well only be an urban legend within the walls of the Institute, but stories persist, passed down from senior agent to raw recruit, about rogue agents who were "disciplined" with lengthy sessions of psionic torture before being dumped in alleyways, virtually lobotomized by the experience. Regardless of the truth, the message is clear: You do not talk about the Institute with those outside the Institute.

## Conspiracy Hunter's Guide Sidebars

These sidebars appear throughout the text. Each one briefly describes a particular conspiracy, illuminati group, or other threat that Hoffmann agents might face, and includes a few clues to alert wary agents of what they might be up against. Feel free to let players read these sidebars, particularly those playing characters who are knowledgeable of conspiracy theories.

### Conspiracy Hunter's Guide: The Freemasons

Perhaps the most widely accepted conspiracy in the world today, the Free and Accepted Order of Masons has countless headquarters around the globe. It poses as a fraternal organization dating back only a few hundred years, but legend holds that its higher-ranking members have access to vast storehouses of occult information that stretch back into the ancient past.

Regardless of its actual age, the Masons have had a distinct hand on shaping the modern world. Many of the Founding Fathers of the United States were Masons. The Washington Monument, the Pentagon, and even the eye-and-pyramid logo on the dollar bill itself are all Masonic symbols.

**Clues:** Symbols associated with the Masons include the pyramid, the pentagon, and the obelisk. The numbers 5 and 33 are both very significant to Masons. They often hold Utopian ideals, and though they ally themselves with religious groups, are suspected of having more of a mercenary need for such organizations.

It's up to you to decide how much of the information is true, of course.

## Characters

*Dark•Matter: Shades of Grey* uses the familiar rules from the *d20 Modern Roleplaying Game*. All the basic and advanced classes from the rulebook are used, as well as a smattering of prestige classes previously published.

The *Dark•Matter: Shades of Grey* setting adds two new advanced classes, the Antiquarian and Field Guide, and four new prestige classes: the fiend-summoning Diabolist, the magical Hermetic Adept, the wise and faithful Visionary, and the master of alien technology, the Xenoengineer. These six new classes are described below, and are available to heroes who qualify for them with their GM's permission. In some cases, the GM may decide that entry is more difficult than merely meeting a set of numerical requirements—these classes may require access to secret knowledge, training by reclusive tutors, and the like.

# Advanced Classes

The two new advanced classes in *Dark•Matter: Shades of Grey* are almost diametrically opposed in their tactics. The Antiquarian favors a quiet life, surrounded by dusty tomes of ancient lore. The Field Guide, on the other hand, is at his best in the thick of danger, surrounded by unfriendly locals.

# Antiquarian

The Antiquarian lives in libraries, museums, and other storehouses of old knowledge, poring over every scrap of information she can find. Most Antiquarians prefer a life of quiet research and reflection, though many surprise themselves by getting into situations requiring much more bravery than they thought they had.

Select this advanced class if you want your character to be a font of potentially useful lore, long-forgotten stories, and ancient secrets perhaps best left untold.

The fastest path into this advanced class is from the Smart hero basic class, although other paths are possible.

## REQUIREMENTS

To qualify to become an Antiquarian, a character must fulfill the following criteria.

**Skills:** Decipher Script 6 ranks, Knowledge (arcane lore, history, or theology and philosophy) 6 ranks, Read/Write Language (any two), Research 6 ranks.

## CLASS INFORMATION

The following information pertains to the Antiquarian advanced class.

### HIT DIE

The antiquarian gains 1d6 hit points per level. The character's Constitution modifier applies.

### ACTION POINTS

The Antiquarian gains a number of action points equal to 6 + one-half her character level, rounded down, every time she attains a new level in this class.

### CLASS SKILLS

The Antiquarian's class skills are as follows.

Computer Use (Int), Decipher Script (Int), Diplomacy (Cha), Knowledge (arcane lore, history, theology and philosophy) (Int), Profession (Wis), Read/Write Language (none), Research (Int), Search (Int), Speak Language (none).

**Skill Points at Each Level:** 7 + Int modifier.

### CLASS FEATURES

The following features pertain to the Antiquarian advanced class.

### ANCIENT KNOWLEDGE

The Antiquarian has a storehouse of useful and not-so-useful knowledge in her brain. As a full-round action she can spend an action point and make a special level check (1d20 + Antiquarian level + Int modifier) to see if she knows something potentially helpful regarding a current dilemma. The result of this check never simply solves the character's problem, but may give her a hint as to the significance of a place, time, or thing. The GM determines the Difficulty Class of the check by referring to the table on page 84.

### BONUS LANGUAGES

At 2nd level, the Antiquarian may add a language to those that she knows. She immediately gains the Speak Language and Read/Write Language skill for the chosen language.

The Antiquarian gains another bonus language at 5th level and again at 8th level.

### BONUS FEATS

At 3rd, 6th, and 9th level, the Antiquarian gets a bonus feat. The bonus feat must be selected from the

**Table 1–0: Ancient Knowledge**

| DC | Type of Knowledge | Examples |
|---|---|---|
| 10 | Common, known by at least a substantial minority of the local population | Common local legends or folk tales about a nearby location |
| 20 | Uncommon but available, known by only a few people in the area. | Century-old tales of a location or artifact |
| 25 | Obscure, known by few, hard to come by | A dead culture's legends about a minor place or forgotten date of significance |
| 30 | Extremely obscure, known by very few, possibly forgotten by most who once knew it, possibly known only by those who don't understand the significance of the knowledge | The history of an insignificant location or significance of a random date |

following list, and the Antiquarian must meet all the prerequisites of the feat to select it.

Archaic Weapons Proficiency, Educated, Low Profile, Meticulous, Renown, Studious.

## CONTACT

An Antiquarian of 4th level or higher cultivates contacts, usually (but not exclusively) within the academic world. Each time the Antiquarian gains a contact, the GM should develop a supporting character to represent the contact. The player can suggest the type of contact his or her character wants to gain, but the contact must be an ordinary character, not a heroic character.

Contacts appropriate to an Antiquarian include professors, librarians, museum curators, authors, grad students, reporters, truth-seekers, and others who focus on learning and knowledge who can provide limited aid and information pertaining to the Antiquarian's missions.

A contact will not accompany an Antiquarian on missions or risk his or her life. A contact can, however, provide information or render a service (make a specific skill check on your behalf).

At 4th level, the Antiquarian gains a low-level contact, at 7th level a mid-level contact, and at 10th level a high-level contact.

The Antiquarian can't call on the same contact more than once in a week, and when she does call on a contact, compensation may be required for the assistance her or she renders. In general, a professional associate won't be compensated monetarily, but instead will consider that the Antiquarian owes him or her a favor. The GM character will call on a favor in return when the opportunity arises. See Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for sample contacts.

**Table 1–1: The Antiquarian**

| Class Level | Base Attack Bonus | Fort Save | Ref Save | Will Save | Special | Defense Bonus | Reputation Bonus |
|---|---|---|---|---|---|---|---|
| 1st | +0 | +0 | +0 | +2 | Ancient knowledge | +0 | +0 |
| 2nd | +1 | +0 | +0 | +3 | Bonus language | +1 | +0 |
| 3rd | +1 | +1 | +1 | +3 | Bonus feat | +1 | +1 |
| 4th | +2 | +1 | +1 | +4 | Contact, low-level | +1 | +1 |
| 5th | +2 | +1 | +1 | +4 | Bonus language | +2 | +1 |
| 6th | +3 | +2 | +2 | +5 | Bonus feat | +2 | +2 |
| 7th | +3 | +2 | +2 | +5 | Contact, mid-level | +2 | +2 |
| 8th | +4 | +2 | +2 | +6 | Bonus language | +3 | +2 |
| 9th | +4 | +3 | +3 | +6 | Bonus feat | +3 | +3 |
| 10th | +5 | +3 | +3 | +7 | Contact, high-level | +3 | +3 |

# Field Guide

The Field Guide is a logistical wizard, a master of getting into and out of dangerous places (usually far from friendly civilization). In addition to his transportational acumen, the Field Guide's also an expert at dealing with the locals—a valuable asset when the natives decide you've been asking too many questions. Between gigs a Field Guide might work as a smuggler or even a tour group operator to pay the bills, but he's really an adventurer at heart.

Select this advanced class if you want your character to be the one who always knows what to do in a strange situation or foreign land.

The fastest path into this advanced class is from a combination of Smart hero with either Tough hero or Dedicated hero. Some would-be Field Guides take one or more levels in Charismatic hero to help deal with all the interesting people they meet.

## REQUIREMENTS

To qualify to become a Field Guide, a character must fulfill the following criteria.

**Skills:** Gather Information 4 ranks, Navigate 6 ranks, Speak Language (any three), Survival 6 ranks.

**Feats:** Aircraft Operation or Surface Vehicle Operation.

## CLASS INFORMATION

The following information pertains to the Field Guide advanced class.

### HIT DIE

The Field Guide gains 1d8 hit points per level. The character's Constitution modifier applies.

### ACTION POINTS

The Field Guide gains a number of action points equal to 6 + one-half his character level, rounded down, every time he attains a new level in this class.

### CLASS SKILLS

The Field Guide's class skills are as follows.

Climb (Str), Diplomacy (Cha), Drive (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Jump (Str), Knowledge (history) (Int), Listen (Wis), Move Silently (Dex), Navigate (Int), Pilot (Dex), Profession (Wis), Read/Write Language (none), Repair (Int), Ride (Dex), Sense Motive (Wis), Speak Language (none), Spot (Wis), Survival (Wis), Swim (Str), Treat Injury (Wis).

**Skill Points at Each Level:** 7 + Int modifier.

## CLASS FEATURES

The following features pertain to the Field Guide advanced class.

### WELL TRAVELED

A good Field Guide has a potential ally in every city, town, settlement, or encampment across the globe. By spending an action point, the Field Guide can attempt to track down an information contact, expert contact, or resource contact (see Chapter 7: Gamemastering in the *d20 Modern Roleplaying Game*) in virtually any locale. To determine if the attempt succeeds, the Field Guide rolls 1d20 and adds his class level and Charisma modifier, then consults the chart below. A Field Guide can use this ability once every 24 hours.

| Location | DC |
|---|---|
| City | 10 |
| Town | 15 |
| Village | 20 |
| Middle of Nowhere | 30 |

### JURY-RIG

For a Field Guide, it's often far more important that something work right now than it work later. At 2nd

level, the Field Guide gains a +2 bonus to Repair checks made to attempt jury-rigged (temporary) repairs (see Chapter 2: Skills in the *d20 Modern Roleplaying Game*). At 8th level, this bonus increases to +4 and the Field Guide can make jury-rigged repairs as a standard action rather than a full-round action.

### Bonus Feats

At 3rd, 6th, and 9th level, the Field Guide gets a bonus feat. The bonus feat must be selected from the following list, and the Field Guide must meet all the prerequisites of the feat to select it.

Aircraft Operation, Alertness, Athletic, Brawl, Endurance, Guide, Personal Firearms Proficiency, Surface Vehicle Operation, Trustworthy, Vehicle Expert.

### Skill Mastery

At 4th level, a Field Guide selects a number of skills from his class list equal to 3 + his Intelligence modifier. When making a skill check using one of these skills, the Field Guide may take 10 even if stress and distractions would normally prevent him from doing so. The Field Guide prides himself on his ability to accomplish difficult tasks under pressure.

### Renown or Low Profile

Some Field Guides thrive on attention and recognition for their work, while others would prefer to remain as anonymous as possible. At 5th level, the Field Guide must decide whether his reputation becomes widespread or low-key by selecting either Renown or Low Profile as a bonus feat. He may select one of these feats even if he has already taken it (this is an exception to the normal rule that a feat can only be selected once).

### Appraisal

By 7th level, the Field Guide has become accustomed to working with barter economies or in situations where cash isn't readily available. He may add his class level to any Knowledge checks made to appraise the value of an object (see the Knowledge skill in Chapter 2: Skills in the *d20 Modern Roleplaying Game*). He may make such Knowledge checks even if he has no ranks in the appropriate Knowledge skill. (He still can't make normal untrained Knowledge checks.)

### Better Lucky Than Good

Once per day, a 10th-level Field Guide can elect to spend two action points to improve a single d20 roll (instead of the normal limit of one). Each action point is rolled separately to determine the bonus applied to the d20 roll. However, if any action point die rolled comes up as a one, no bonus is applied to the d20 roll for that action point (but the action point is still spent). If the Field Guide has already spent an action point this round, he can't use this ability.

**Table 1–2: The Field Guide**

| Class Level | Base Attack Bonus | Fort Save | Ref Save | Will Save | Special | Defense Bonus | Reputation Bonus |
|---|---|---|---|---|---|---|---|
| 1st | +0 | +2 | +1 | +0 | Well traveled | +1 | +0 |
| 2nd | +1 | +3 | +2 | +0 | Jury-rig +2 | +1 | +0 |
| 3rd | +2 | +3 | +2 | +1 | Bonus feat | +2 | +1 |
| 4th | +3 | +4 | +2 | +1 | Skill mastery | +2 | +1 |
| 5th | +3 | +4 | +3 | +1 | Renown or Low Profile | +3 | +1 |
| 6th | +4 | +5 | +3 | +2 | Bonus feat | +3 | +2 |
| 7th | +5 | +5 | +4 | +2 | Appraisal | +4 | +2 |
| 8th | +6 | +6 | +4 | +2 | Jury-rig +4 (standard) | +4 | +2 |
| 9th | +6 | +6 | +4 | +3 | Bonus feat | +5 | +3 |
| 10th | +7 | +7 | +5 | +3 | Better lucky than good | +5 | +3 |

# Prestige Classes

This game introduces four new prestige classes appropriate to the setting. Three focus on harnessing supernatural power, while the fourth seeks to master alien technology.

In general, the prestige classes of the *Urban Arcana* setting are inappropriate for the *Dark•Matter: Shades of Grey* game. They come from a world where magic is too prevalent, too accepted, and simply too mundane. It's possible that races with great familiarity to the magical arts might pursue such classes, but they aren't generally available to heroes.

# Diabolist

Diabolism—commonly called black magic—focuses on the summoning and controlling of malevolent extradimensional beings. Some diabolists claim to summon demons, while others say they channel the power of Satan himself. While the art of diabolism could theoretically be used to further the cause of good, the corruptive influence of demonic power usually proves too strong for those who would seek to use it in that way. Of course, most diabolists don't have far to go in that direction.

Select this prestige class if you want to gain power by bargaining with fiends from Hell. Of course, keep in mind that all power has its costs...

The fastest path into this prestige class is from the Charismatic hero basic class, though Diabolists from other basic classes can dabble in the Occultist class to aid in qualifying.

## Requirements

To qualify to become a Diabolist, a character must fulfill the following criteria.

**Skills:** Intimidate 8 ranks, Knowledge (arcane lore) 4 ranks.

## Class Information

The following information pertains to the Diabolist prestige class.

### Hit Die

The Diabolist gains 1d8 hit points per level. The character's Constitution modifier applies.

### Action Points

The Diabolist gains a number of action points equal to 6 + one-half her character level, rounded down, every time she attains a new level in this class.

### Class Skills

The Diabolist class skills are as follows. Bluff (Cha), Concentration (Con), Intimidate (Cha), Knowledge (arcane lore, theology and philosophy) (Int), Profession (Wis), Read/Write Language (none), Research (Int), Speak Language (none), Spellcraft (Int).

**Skill Points at Each Level:** 3 + Int modifier.

## Class Features

The following features pertain to the Diabolist prestige class.

### Command

Three times per day, a Diabolist can bend a living creature's will, forcing the target to submit to a spoken command. This functions identically to the *command* spell (see Chapter 10: FX Abilities in the *d20 Modern Roleplaying Game*); the Will save to resist has a DC equal to 10 + class level + Cha modifier. If a target resists

TABLE 1–3: THE DIABOLIST

| Class Level | Base Attack Bonus | Fort Save | Ref Save | Will Save | Special | Defense Bonus | Reputation Bonus |
|---|---|---|---|---|---|---|---|
| 1st | +0 | +2 | +0 | +1 | Arcane skills, command | +1 | +1 |
| 2nd | +1 | +3 | +0 | +2 | Summon demon | +1 | +1 |
| 3rd | +1 | +3 | +1 | +2 | Black warding | +2 | +1 |
| 4th | +2 | +4 | +1 | +2 | Hellfire | +2 | +2 |
| 5th | +2 | +4 | +1 | +3 | Call demon servant | +2 | +2 |

the Diabolist's command, he can't be targeted again by the same Diabolist's command ability for 24 hours.

At 3rd level, the Diabolist can spend a single use of the power to give the same command to a number of targets equal to 1 + his Cha bonus simultaneously.

### SUMMON DEMON

At 2nd level, the Diabolist gains the power to summon a demon to Earth to do his bidding. The Diabolist must spend an action point and use a full-round action to complete the ritual of summoning. If the Diabolist desires a specific kind of demon, she must succeed at a DC 12 Charisma check; otherwise, the Gamemaster determines what kind of creature is summoned. (If the Diabolist desires to summon a specific individual demon, the Charisma check DC increases to 15.)

In general, the Diabolist can safely summon any fiend described in the *d20 Modern Roleplaying Game* or *Menace Manual* (or any other suitably horrific creature, at the GM's option) whose CR is equal to or less than the Diabolist's class level +2. For instance, a 2nd-level Diabolist could summon a rotlord (see Chapter 8: Friends and Foes in the *d20 Modern Roleplaying Game*), while a 5th-level Diabolist could summon a kwevencha (see the *Menace Manual*). The player and the Gamemaster should work together to create a short list of appropriate creatures that the character can summon.

The Diabolist can attempt to increase her effective class level for purposes of summoning demons by an amount up to her Charisma bonus; however, for every point added to her class level for this purpose, the DC of the Cha check to get the desired demon increases by +1. Also, a Diabolist who summons a demon more powerful than she could normally summon must make an opposed Charisma check against the demon each round or the demon turns on her. For example, if a 3rd-level Diabolist attempt to summon a CR 7 kwevencha, the Charisma check DC would be 14 and each round she would have to succeed at an opposed Charisma check or the kwevencha would attack her. (If attacking the Diabolist would be useless or suicidal, the demon merely flees the scene.) Once control over a summoned demon is lost, it can never be regained, even with other magic.

The Diabolist may have a maximum number of summoned demons present at any given time equal to one-half her class level. A summoned demon remains for a number of minutes equal to the Diabolist's class level before returning to its horrible otherworldly home. A slain demon disappears, along with any items it brought with it (but leaving behind anything from this world it might be carrying).

### BLACK WARDING

A 3rd-level Diabolist can spend an action point and sacrifice 1d4 hit points to surround herself with a faint field of shimmering dark purple light. This grants the Diabolist unbeatable damage reduction equal to her class level for a number of minutes equal to her Charisma bonus (minimum 1 minute). For example, a 3rd-level Diabolist with Cha 18 who invokes black warding gains DR 3/— for 4 minutes.

### HELLFIRE

At 4th level, the Diabolist learns to evoke blasts of hellfire. As an attack action she can blast a single target within 60 feet with hellfire, dealing 3d6+Cha mod points of fire damage (Reflex half; DC = 10 + class level + Cha mod). Each blast also deals 1 hp of damage to the Diabolist—Hell's cost for calling upon its power. This damage can only be healed by rest—the damage can't be restored by the Treat Injury skill (except as part of long-term care) or by magical means.

### CALL DEMON SERVANT

A 5th-level Diabolist gains the power to call a demonic servant bodily to Earth to serve her as a bodyguard or other minion. The Diabolist must first summon the demon (see Summon Fiend, above). A Diabolist can't have a demonic servant more powerful than she could control without a Charisma check.

After summoning the potential servant, the Diabolist must bind it to service. This costs an action point and requires a five-minute ritual culminating in an opposed Charisma check. If the check fails or if the Diabolist's concentration is interrupted, the ritual fails and the demon returns to its home dimension.

If the ritual succeeds, the demon is bound to the Diabolist's service. It now exists bodily on Earth (unlike a summoned creature), and thus doesn't disappear if slain. It must carry out the Diabolist's bidding, even to the point of self-sacrifice. The demon is only freed from service with the Diabolist's death, and thus the Diabolist must take care that the demon does not have the opportunity to scheme against her.

A Diabolist may only have one demon servant at any given time. The servant doesn't count against the diabolist's normal limit of summoned demons (see Summon Demon, above).

# Hermetic Adept

Hermetic magic—or alchemy, as it's also called—dates back to the time of Egyptian pharaohs. It combines astrology, philosophy, and Gnosticism. It works through the use of complex mystic formulae, including ritual incantations and rare ingredients. Such formulae are typically encoded, requiring intense study to understand fully.

Select this prestige class if you want to master the magical arts of the ancient Arabic world, including illusions and even the secret of alchemical transmutation itself.

The fastest path into this prestige class is from Smart hero, though many would-be Hermetic Adepts take one or more levels in the Occultist advanced class to help qualify more quickly.

## REQUIREMENTS

To qualify to become a Hermetic Adept, a character must fulfill the following criteria.

**Skills:** Craft (chemical) 10 ranks, Decipher Script 6 ranks, Knowledge (arcane lore) 10 ranks, Knowledge (history) 2 ranks, Research 6 ranks.

## CLASS INFORMATION

The following information pertains to the Hermetic Adept prestige class.

## HIT DIE

The Hermetic Adept gains 1d6 hit points per level. The character's Constitution modifier applies.

## ACTION POINTS

The Hermetic Adept gains a number of action points equal to 6 + one-half his character level, rounded down, every time he attains a new level in this class.

## CLASS SKILLS

The Hermetic Adept's class skills are as follows.

Concentration (Con), Craft (chemical) (Int), Craft (pharmaceutical) (Int), Decipher Script (Int), Diplomacy (Cha), Knowledge (arcane lore, history, physical sciences, theology and philosophy) (Int), Profession (Wis), Read/Write Language (none), Research (Int), Speak Language (none), Spellcraft (Int).

**Skill Points at Each Level:** 5 + Int modifier.

## CLASS FEATURES

The following features pertain to the Hermetic Adept prestige class.

### SECRET OF GLAMOUR

The 1st-level Hermetic Adept can create the visual illusion of an object, creature, or force. The range of the effect is 100 feet, and the Hermetic Adept must have line of sight to the illusion at all times. The illusion's size can be up to one 10-ft. cube per level. The illusion does not create sound, smell, texture, or temperature. He can move the image within the limits of the size of the effect, but must concentrate on the illusion to maintain it. If he ends concentration, the illusion fades. Any person interacting with the illusion may attempt a Will save (DC 10 + class level + Int mod) to discern the illusion's nature (after which the person can still perceive the illusion as an ephemeral image).

At 3rd level, the Hermetic Adept may add sound (including intelligible speech) to his illusion. At 5th level, he may also add smell and temperature to it.

At 1st level, the Hermetic Adept also gains the ability to see through illusions. By spending an action point, the alchemist can perceive all illusions for what they really are. This ability functions identically to the *true seeing* spell (see Chapter 10: FX Abilities in the *d20 Modern Roleplaying Game*) except that it only affects the Hermetic Adept himself.

### CREATE ALCHEMICAL HOMUNCULUS

A 2nd-level Hermetic Adept can magically grow a Tiny artificial life form that obeys his will. The process requires ten consecutive days of work (8 hours per day) and uses an array of special rare materials such as a bear's gall bladder, mandrake root, shark cartilage, human growth hormones, and a small measure of the alchemist's own blood. (The ritual materials have a purchase DC of 18 and include items restricted to those in the medical profession.)

At the end of the process, the alchemical homunculus is complete. It generally resembles an 18-inch-tall roughly formed humanoid figure. The homunculus is identical to a mage's familiar (see Chapter 9: Campaign Models in the *d20 Modern Roleplaying Game*), except as follows:

- Double the Hermetic Adept's class level to determine the homunculus's statistics and special abilities.
- The homunculus's natural attacks deal no damage (it can wield weapons, though it has no weapon proficiencies) and it has no base save bonuses or skill ranks of its own (it uses its master's instead).
- Use the "Familiar's Intelligence" column to determine the homunculus's ability scores (except that, as a construct, it has no Con score).
- The homunculus has unbeatable damage reduction equal to its natural armor rating (for example, the homunculus of a 3rd-level alchemist has DR 3/—). It has no ability to speak with animals.
- Unlike a familiar, a homunculus has no restriction on the skills that it can perform, and many Hermetic Adepts use their homunculus as a lab assistant (despite its limited intellect).

The Hermetic Adept can spend action points on behalf of her homunculus, though he still can't spend more than one action point per round. If the homunculus dies, the Hermetic Adept suffers 1d4 points of Charisma damage. If the alchemist dies, the homunculus dissolves into muck 1 round later.

**Table 1–4: The Hermetic Adept**

| Class Level | Base Attack Bonus | Fort Save | Ref Save | Will Save | Special | Defense Bonus | Reputation Bonus |
|---|---|---|---|---|---|---|---|
| 1st | +0 | +1 | +0 | +2 | Secret of glamour | +0 | +0 |
| 2nd | +1 | +2 | +0 | +3 | Create alchemical homunculus | +1 | +0 |
| 3rd | +1 | +2 | +1 | +3 | Sleep of Morpheus | +1 | +1 |
| 4th | +2 | +2 | +1 | +4 | Flight of Daedalus | +1 | +1 |
| 5th | +2 | +3 | +1 | +4 | Secret of transmutation | +2 | +1 |

### SLEEP OF MORPHEUS

Beginning at 3rd level, the Hermetic Adept can put a single living creature into a deep sleep as a full-round action. This functions like the *sleep* spell (see Chapter 10: FX Abilities in the *d20 Modern Roleplaying Game*) except that it only works on a single target and can affect any creature with HD equal to or less than twice the alchemist's class level. The Will save DC to resist equals 10 + class level + Int mod.

### FLIGHT OF DAEDALUS

By spending an action point and concentrating upon complicated abstract mental equations, the 4th-level Hermetic Adept can fly through the air at a speed equal to his base land speed (at good maneuverability). The Hermetic Adept must spend an attack action each round to remain airborne, otherwise he falls from the air. If he suffers damage or might otherwise be distracted, he must make a Concentration check to stay airborne. He can remain aloft for a number of hours equal to his class level; after that, he must make a Concentration check (DC 15, +1 per hour thereafter) each hour to remain in flight. The alchemist can carry up to a medium load while aloft.

### CONSPIRACY HUNTER'S GUIDE: THE ROSICRUCIANS

The Rosicrucians are dedicated to collecting and protecting knowledge of all sorts. They date back about a thousand years, and while they take pains to maintain secrecy about their organization, plenty of public references to the group exist. Charlemagne founded a Rosicrucian lodge in the ninth century, and despite official opposition to the order from the Church, a group of Catholic monks founded a Rosicrucian college that flourished throughout the first half of the second millennium. Some claim that the Rosicrucians themselves are only an arm of the Freemasons.

Whether or not any link between the two organizations exists, the Rosicrucians (like the Freemasons) have access to a great deal of knowledge, including occult secrets and perhaps even evidence of early interactions between humans and otherdimensional (or otherworldly) creatures.

**Clues:** Both the Egyptian ankh and the rose-and-cross are used as identifying marks by Rosicrucians. The group has allies in Switzerland and the mountainous regions near China and India, so references to altitude or "ascension" are common. They occasionally supply resources to anarchic groups, but never reveal the origin of the support.

### SECRET OF TRANSMUTATION

The most well-publicized, but also most well-guarded, of the Hermetic Adept's talents is the transmutation of material from one form to another. By spending an action point, the 5th-level Hermetic Adept can attempt to transform one substance into another. He can transmute up to one pound of material per class level in a single attempt. Gases are easier to transmute than liquids, and liquids easier than solids. Also, it's easier to transmute something into the same type of matter (gas, liquid, or solid) than a different type. The Hermetic Adept can't affect living tissue (animal or plant), nor can he create living matter. Mass is conserved in the transmutation, so the mass of the final object equals the mass of the original object. For instance, a Hermetic Adept who successfully transmutes a 1-kg. block of lead into gold finishes with a 1-kg. block of gold.

The process of transmutation normally requires a 12-hour ritual and a successful successful Craft (chemical) skill check (see below for DCs). The Hermetic Adept can't take 10 on this check, because the result is unpredictable. The ritual itself requires substances with a Purchase DC of 20; these are expended in the ritual regardless of its success. The duration of the transmutation varies based on the original and final substance; see below for details.

Alternatively, the alchemist can attempt to perform the transmutation without the ritual and expensive substances. This increases the DC of the check by 10 and requires a full-round action. If the check succeeds, the duration is only one-half normal. If the alchemist fails this check by 5 or more, he suffers a backlash of energy and takes 1d4 points of Con damage.

Obviously, an unethical alchemist can use this ability to grant himself occasional boosts to his personal wealth. However, since the duration of the transmutation is impermanent, characters who go around paying for goods with gold that turns into lead a few hours later will quickly draw the attention of (admittedly confused) law enforcement officials, as well as other Hermetic Adepts eager to halt the character's misuse of this ability, steal the secret of transmutation from him, or both.

| Transmutation | DC | Duration |
|---|---|---|
| Gas into gas | 15 | 1 day/level |
| Gas into liquid | 25 | 1 hour/level |
| Gas into solid | 30 | 1 round/level |
| Liquid into gas | 20 | 1 hour/level |
| Liquid into liquid | 18 | 1 day/level |
| Liquid into solid | 25 | 1 minute/level |
| Solid into gas | 25 | 1 round/level |
| Solid into liquid | 22 | 1 minute/level |
| Solid into solid | 20 | 1 hour/level |

# Visionary

The Visionary draws power from his faith in an all-powerful benevolent being. The object of the Visionary's belief can vary dramatically from one character to another, but the result is similar: the Visionary hero is blessed with great gifts of healing and protection from evil forces.

Select this prestige class if you want to use your faith to help others in need, and to battle the minions of evil.

The fastest path into this prestige class is from the Charismatic hero or Dedicated hero basic classes.

## REQUIREMENTS

To qualify to become a Visionary, a character must fulfill the following criteria.

**Skills:** Concentration 5 ranks, Diplomacy 5 ranks, Knowledge (theology and philosophy) 10 ranks, Sense Motive 5 ranks.

**Allegiance:** Any benevolent omnipotent divine being, or good.

## CLASS INFORMATION

The following information pertains to the Visionary prestige class.

## HIT DIE

The Visionary gains 1d8 hit points per level. The character's Constitution modifier applies.

## ACTION POINTS

The Visionary gains a number of action points equal to 6 + one-half his character level, rounded down, every time he attains a new level in this class.

## CLASS SKILLS

The Visionary class skills are as follows.

Concentration (Con), Diplomacy (Cha), Knowledge (history, theology and philosophy) (Int), Profession (Wis), Read/Write Language (none), Sense Motive (Wis), Speak Language (none).

**Skill Points at Each Level:** 3 + Int modifier.

## CLASS FEATURES

The following features pertain to the Visionary prestige class.

### DIVINE AURA

As a standard action, the Visionary may spend one action point to surround himself with an invisible aura of divine energy. This aura provides the Visionary with a bonus on saves and Defense equal to his class level, as well as an equal bonus on Diplomacy checks. The aura lasts for 1 minute per class level. If the Visionary attacks while the aura is active, the aura is dismissed and the Visionary suffers a penalty to attack rolls for one hour equal to the bonus granted by the aura. The aura may be dismissed by the Visionary as a standard action.

At 3rd level, the Visionary's divine aura also protects any allies within 10 feet of him. If anyone pro-

tected by the aura attacks, the aura is dismissed and penalties are assigned both to the attacker and the Visionary as described above.

### SIGNS AND PORTENTS

As a standard action, the 2nd-level Visionary can spend an action point to cause obvious signs of the divine to manifest in the area around him. Trees and flowers bloom in the heart of winter or from dead wood, lights shine in the sky or bathe the Visionary in a luminous glow, thunderclaps rattle the windows, and the like. These manifestations are perceived by any or all those within 100 feet of the Visionary, at his preference, and last for up to 1 minute per class level. No creature can be affected by signs and portents more than once in a 24-hour period.

The signs and portents can have one of three effects. The Visionary chooses which effect when spending the action point, and the same effect is visible to all those who perceive the signs and portents. In each case, the DC of the Will save is 10 + Visionary class level + Charisma modifier.

- **Terror:** All those who perceive the signs and portents cower in fear. A successful Will save reduces the effect to shaken. Creatures immune to fear or to mind-affecting effects are immune to this.
- **Wonder:** All those who perceive the signs and portents are fascinated, standing or sitting quietly and taking no actions other than to pay attention to the effect. (A successful Will save negates the effect.) The fascinated creatures take a –4 penalty on skill checks made as reactions, such as Listen and Spot checks. Any potential threat, such as a hostile creature approaching, allows the fascinated creature a new saving throw. Any obvious threat automatically breaks the effect. Creatures immune to mind-affecting effects are immune to this.
- **Inspiration:** All those who perceive the signs and portents are inspired with courage. They gain a +2 morale bonus on attacks and on Will saving throws.

### DEMON WARD

As a standard action, a 3rd-level Visionary can invoke divine power and spend an action point to create a warded area in a 10-foot radius around him. Any creature with an evil allegiance (or that has an allegiance to a creature with an evil allegiance) must make a successful Will save (DC = 15 + Visionary class level + Wisdom modifier) to enter this area. If already in the area when the ward is created, the creature must succeed at the same Will save or leave the area at its earliest opportunity.

Even if the creature succeeds at the Will save and is able to enter or remain within the warded area, it is shaken while in the area, suffering a –2 penalty on attack rolls, saving throws, and skill checks.

The ward lasts for 10 minutes per class level, or until the Visionary dismisses the ward (a standard action). Unlike the divine aura (see above), the Visionary may attack freely while protected by the demon ward.

### HEALING TOUCH

At 5th level, the Visionary can use a full-round action to channel divine power into a healing touch. By spending an action point and placing his hand upon another character, the Visionary wipes away injury and afflictions. The healing touch immediately ends any and all of the following adverse conditions affecting the target: ability damage, blindness, daze, deafness, disease, exhaustion, fatigue, insanity, nausea, sickness, stun, and poison. It also cures 50 hit points of damage, as well as all nonlethal damage suffered by the character.

Using healing touch takes a physical toll on the Visionary, rendering him fatigued. If the Visionary is already fatigued, he becomes exhausted; if already exhausted, the Visionary is reduced to –1 hit points and begins dying. The Visionary cannot use healing touch on himself.

**TABLE 1–5: THE VISIONARY**

| Class Level | Base Attack Bonus | Fort Save | Ref Save | Will Save | Special | Defense Bonus | Reputation Bonus |
|---|---|---|---|---|---|---|---|
| 1st | +0 | +0 | +0 | +2 | Divine aura (self) | +0 | +1 |
| 2nd | +1 | +0 | +0 | +3 | Signs and portents | +1 | +1 |
| 3rd | +1 | +1 | +1 | +3 | Demon ward | +1 | +1 |
| 4th | +2 | +1 | +1 | +4 | Divine aura (allies) | +1 | +2 |
| 5th | +2 | +1 | +1 | +4 | Healing touch | +2 | +2 |

# Xenoengineer

The Xenoengineer seeks to master the mysteries of alien technology. As one might imagine, the field is necessarily limited to those with some exposure to technology beyond the reach of humanity. Most Xenoengineers work for governments or powerful multinational corporations, although the Hoffmann Institute also has a thriving training program for would-be Xenoengineers.

Select this prestige class if you want to take your character's mastery of technological devices to the next level—to learn secrets beyond what any textbook could teach.

The fastest path into this prestige class is from the Smart hero basic class, though most Xenoengineers have one or more levels of Techie as well.

## REQUIREMENTS

To qualify to become a Xenoengineer, a character must fulfill the following criteria.

**Skills:** Computer Use 6 ranks, Craft (electronic) 10 ranks, Craft (mechanical) 10 ranks, Disable Device 6 ranks, Knowledge (technology) 10 ranks, Repair 10 ranks.

**Feats:** Gearhead.

## CLASS INFORMATION

The following information pertains to the Xenoengineer prestige class.

## HIT DIE

The Xenoengineer gains 1d6 hit points per level. The character's Constitution modifier applies.

## ACTION POINTS

The Xenoengineer gains a number of action points equal to 6 + one-half his character level, rounded down, every time he attains a new level in this class.

## CLASS SKILLS

The Xenoengineer class skills are as follows.

Computer Use (Int), Craft (electronic, mechanical) (Int), Demolitions (Int), Disable Device (Int), Drive (Dex), Knowledge (physical sciences, technology) (Int), Profession (Wis), Read/Write Language (none), Repair (Int), Research (Int).

**Skill Points at Each Level:** 7 + Int modifier.

## CLASS FEATURES

The following features pertain to the Xenoengineer prestige class.

## XENOTECH FAMILIARITY

A Xenoengineer's familiarity with alien technology allows him to reduce the penalties normally assessed for using alien spacecraft or alien weapons (see the Alien Tech feats sidebar). Each class level of Xenoengineer reduces these penalties by one point, to a minimum of –0 at 4th level or higher. (This can't turn the penalties into bonuses.)

Table 1–6: The Xenoengineer

| Class Level | Base Attack Bonus | Fort Save | Ref Save | Will Save | Special | Defense Bonus | Reputation Bonus |
|---|---|---|---|---|---|---|---|
| 1st | +0 | +0 | +2 | +1 | Xenotech familiarity | +0 | +0 |
| 2nd | +1 | +0 | +3 | +2 | Identify xenotech | +1 | +0 |
| 3rd | +1 | +1 | +3 | +2 | Minor invention | +1 | +1 |
| 4th | +2 | +1 | +4 | +2 | Xenotech specialty | +1 | +1 |
| 5th | +2 | +1 | +4 | +3 | Identify xenotech (quick) | +2 | +1 |

### Identify Xenotech

A 2nd-level Xenoengineer can attempt to identify the origin of any xenotechnology that he discovers. This requires 1d6 times 10 minutes of studying the object or device. At the end of this period, the Xenoengineer may roll 1d20 and add his class level and Intelligence bonus (if any) against a DC of 20. He can't take 10 on the skill check, nor can he retry it for at least one month. (The GM may choose to make the roll in secret.)

Success indicates that the Xenoengineer understands the basic function and effect of the device (for instance, if it's a weapon he knows its damage, range increment, rate of fire, and the like). If the Xenoengineer knows of the species that created the device, success means that the Xenoengineer can also identify the species responsible for it. If the Xenoengineer has no knowledge of the species, he can at least identify one or more attributes of that creature, such as its size, shape, technological prowess, level of interaction with humanity, and so forth, at the GM's discretion.

At 5th level, the Xenoengineer can attempt this check with only one round of observing the device in action (such as a weapon being fired). The DC increases to 25. If he fails this check, he may retry in the normal manner (but not as a quick identification).

*Example:* A Xenoengineer studies a fragment of a n'sss battle pod (see the *d20 Menace Manual*). Though he has never encountered or read about the race, a successful DC 20 check allows him to realize not only that this unknown species is well beyond human technology, but also that their non-humanoid bodies are fragile and incapable of survival on Earth without extraordinary protection, which the battle pod provides in the form of a +12 armor bonus to defense.

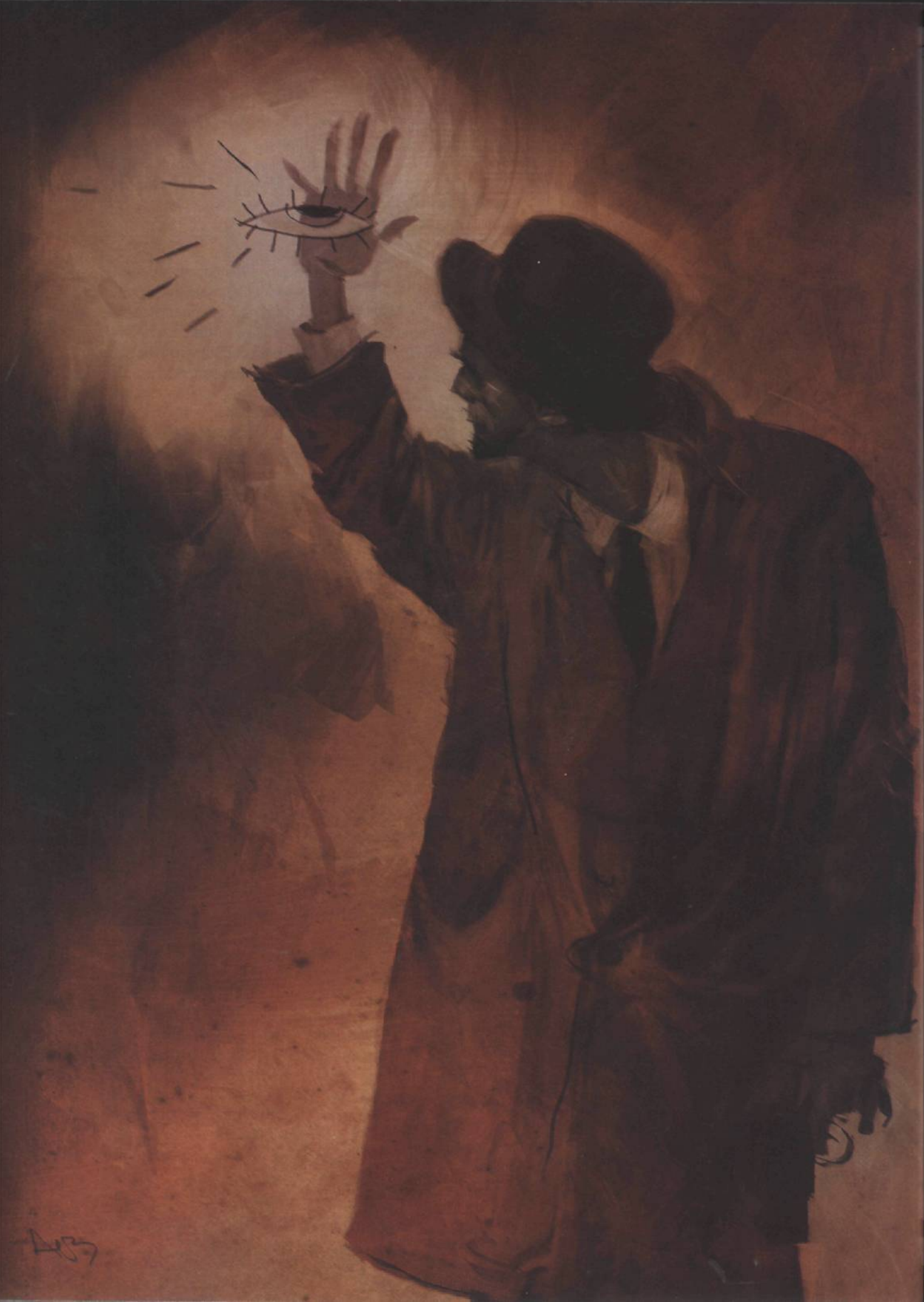
### Minor Invention

At 3rd level, the Xenoengineer discovers a new application for the alien gadgets he's been studying. This new invention results in a cash windfall, providing the Xenoengineer with a +2 Wealth bonus increase.

### Xenotech Specialty

A 4th-level Xenoengineer can designate a single item of xenotechnology—typically a weapon, tool, or vehicle—as his area of specialization. He gains a +2 bonus on all attack rolls or skill checks made in association with the item.

The Xenoengineer can change his designation of specialty, but this requires a full month of time practicing with the item before the bonus is moved from one item to the other.



*Whereas the first section of this game was for players and Gamemasters alike, this part is only for Gamemasters. Players who read this section risk their GM's wrath (as well as risk spoiling the secrets of the campaign). Besides, a little knowledge can often be more dangerous than none at all...*

# Part Two

DARK·MATTER CAMPAIGNS

## Running a Dark•Matter Game

A good *Dark•Matter* game depends on the GM's ability to balance the real with the unreal. Remember, the world of *Dark•Matter: Shades of Grey* is the world we live in, just with the curtains of secrecy pulled back a bit. The players have to believe that this could all be happening right now, right here, if they only knew where (or how) to look for it.

Of course, running a *Dark•Matter* game is a lot like running a typical *d20 Modern* game. Chapter Seven: Gamemastering in the *d20 Modern Roleplaying Game* provides lots of helpful tips on running your game, and that information is just as helpful in the *Dark•Matter: Shades of Grey* setting. The information below is intended to augment that material, helping the GM make his game feel special.

### STARTING THE CAMPAIGN

The first step in creating your *Dark•Matter* campaign is figuring out how to kick off the action. To help guide your thinking, think about why the heroes are together. Are they just a random assortment of agents pulled together for a mission, or is there some link that connects them? Perhaps they were recruited together, or they knew each other before joining the Institute. Or maybe there's no obvious link, but the Institute knows (or suspects) something that has led it to assign these agents to the same team.

Consider starting the campaign with a "recruitment" adventure in which the unsuspecting heroes have a brush with the unexplainable. Assuming that they deal with their experiences in a positive manner, a representative of the Institute approaches the heroes afterward and invites them to learn more about such unusual occurrences. (Of course, in the meantime the Institute has already run background checks on the heroes to determine what risks, if any, they pose to the organization.)

This sort of starting point works best if even the players don't know the truth about the campaign setting. Just tell them that they're playing *d20 Modern*, and let the truth slowly dawn on them over the course of a few adventures. Eventually, you'll have to let them read Part I of this setting, but that can come after a couple levels' worth of missions.

Alternatively, you can assume that the characters begin the campaign as agents of the Hoffmann Institute. For veteran agents, you can even start play at a level above 1st. Third level works well for experienced field agents, allowing quick access to advanced or prestige classes. Such heroes are already familiar with the setting, including all information in Part I.

### MISSIONS

No two Hoffmann Institute assignments are ever the same, and any agent describing a mission as "typical" is misusing the word. Still, most tasks fall into a limited range of categories. Here are some sample investigations that Hoffmann agents might undertake. You can mix and match them as well to create interesting combinations.

**Bug Hunt:** The Institute dispatches the heroes to hunt down a potentially dangerous xenoform (see Xenoforms, on page 107, for more ideas).

**Extraction:** The heroes must help a Hoffmann agent or ally escape from a dangerous location. The individual may be a hostage of an enemy organization, the target of a threat, or simply incapable of getting out of an otherwise sticky situation.

**Infiltration:** Agents must infiltrate an organization to learn its secrets, possibly in connection with a "recovery"-style mission (see below). They might have to go undercover, posing as members of the target organization, or merely sneak in on their own.

**Investigation:** The simplest of missions—the agents must merely look into some event, from a UFO sighting to a murder, and find out what really happened. Many other missions begin as simple

### CONSPIRACY HUNTER'S GUIDE: ALIENS FROM OUTER SPACE

Perhaps no "conspiracy" sends a shudder down the spine of an average human like the thought that alien creatures are observing us from space, periodically abducting innocent civilians for arcane medical experiments. Certainly, the idea of "little green (or Grey) men from outer space" captured the minds of those living in the second half of the 20th century like few other stories. After a while, though, it became comical; a trite, hackneyed cliché used as a punchline rather than a warning to look to the skies.

But isn't that just what the Greys would want? If there really are bug-eyed monsters peering down on us from orbit, wouldn't they want us to laugh them off as a joke? After all, it wasn't always a joke. Air Force pilots really reported sighting unidentified flying objects before "seeing a UFO" became a code-word for going crazy. And *something* crashed to earth near Roswell, New Mexico, even if the area's current economic dependence on flying-saucer nuts makes the whole thing seem a little too convenient.

The truth is up there.

**Clues:** Aliens are "known" to perform abductions of humans, so unexplainable disappearances can often signal alien intervention. There are the inevitable sightings of flying saucers or lights in the sky, not to mention the ubiquitous crop circles. Even cattle mutilations are often blamed on curious aliens.

investigations. This also includes surveillance-type missions, where the heroes must keep watch on a particular individual or location for an extended period of time.

**Liquidation:** Similar to an extraction or recovery, this type of mission doesn't have any of the difficulty of bringing back the individual or item. While it's true that Hoffmann prefers to avoid violent solutions to problems, it occasionally must resort to eliminating its enemies in a permanent manner. (Unless you want an especially callous group of agents, use this type of mission sparingly.) This also applies to missions in which agents must track down a particular item and destroy it (particularly true of items that can't easily be transported, such as a downed alien spacecraft).

**Recovery:** The agents must track down and recover a lost item of value, anything from an ancient relic to a sensitive data file to a piece of alien technology. If Hoffmann knows about the item, it's likely that at least one other illuminati group does as well, which may turn the chase into a race.

Of course, agents don't always know exactly what category a mission falls into when they take their assignment. (Sometimes, the Institute doesn't know either.) What begins as an investigation can easily become a bug hunt or recovery, and an extraction may require infiltration (or even change midway to become a liquidation).

The GM, on the other hand, should always know the true nature of the mission. Even if you don't decide beforehand on every little detail, have at least an outline of the expected course of events. Use the information in Chapter Seven: Gamemastering in the *d20 Modern Roleplaying Game* to help you build adventures.

## MIXING NORMAL WITH PARANORMAL

It can be tempting to run a *Dark•Matter* campaign as a neverending "bug hunt," with heroes battling a new dark-matter-enhanced creature every week, but this undercuts the air of uncertainty upon which the game thrives. If the heroes know that every culprit is a telepathic alien, or a magic-wielding necromancer, or some hideously twisted mutant, then they come to expect such things, and they become commonplace.

Take care to blend normal and paranormal elements carefully. The more "normality" that the heroes deal with on their missions, the more powerful the paranormal elements become. After wading through dusty libraries, contacting back-alley informants, and strongarming bodyguards, finding out that the target isn't entirely human comes as more of a shock.

Better still, mix in the paranormal in places the heroes might not expect it. Maybe the head honcho of the evil cult is all too human—instead, it's the evil cult's target who's actually an alien being.

It's also OK to run adventures that don't showcase paranormal elements. If your players have come to expect a supernatural twist in every session, keep them guessing by avoiding such themes. Even though the Institute focuses its investigations on the unusual, sometimes the heroes should find entirely usual explanations for otherwise weird events.

## CYNICISM AND PARANOIA

Eventually, anyone researching conspiracies develops a level of cynicism about the world. The more a hero learns about the way the world really works, the less he believes in the rest of his life's experiences and knowl-

edge. It becomes easier and easier to believe the worst about people and organizations—to trust no one.

Therein lies paranoia. When you suspect every car driving slowly past your home of keeping tabs on you, think you recognize that particular white van, or wonder about what the police are hiding at every crime scene, you've moved from cynicism into egotism. "They" aren't just out there, they're out to get you in particular.

While such behavior is worrisome in real life—though there are those who claim that one can't be paranoid enough—you should capitalize on it when it appears in your *Dark•Matter* game. Foster the sense of paranoia that appears in the heroes of your campaign. Subtly encourage it by having dark figures watch them from crowds, only to disappear if approached. Mention superfluous details in otherwise mundane scenes, and watch as the players latch on to meaningless clues. "Wait, wasn't there a Starbucks Coffee right next to the last place we investigated?" It's worth the effort.

Here's another example of that concept in action. Conspiracy culture has latched on to the number 23 as having special significance. The claim is that it shows up in the media with surprising frequency, from jersey numbers to street addresses. Twenty-three injuries from a warehouse fire. Twenty-three consecutive days of rain. Two and three are the first two prime numbers, and twenty-three is the tenth in a base-ten numbering system. Twenty-three male chromosomes match with twenty-three female chromosomes to form a human being. Twenty-three items on the average shopping list. Two plus three is five, a number important to all kinds of occult belief systems. And so on.

Coincidence? Once you buy into the paranoid world of conspiracy theory, you come to believe that there's no such thing. Is there some kind of cosmic significance to the number 23? Whether there is or isn't, the point is that merely by paying special attention to the number, it becomes significant. Use that to your advantage—when you need a number, whether for a taxi, a date, an apartment, or a page in a book, use 23. Don't make a big deal of it; if the players don't notice, that's fine. And even if they do notice, don't make a joke out of it—let 'em wonder about the connection. If they believe hard enough, they might even find it.

## ILLUMINATI OF DARK MATTER

At its heart, the *Dark•Matter* campaign setting is about secrets. Knowledge is power, after all, and that truth isn't lost on those who would shape world events. Seeing themselves as enlightened, at least on some level, those who hold knowledge gather together to use that power. In some cases, such secret societies

may even mean well, but ultimately that power must, by necessity, become a corruptive influence.

Perhaps the most famous secret society of history was (is?) Adam Weishaupt's Illuminati, formed of a number of high-ranking Freemasons (see opposite page) in 1776. Though supposedly disbanded only a handful of years later, the name has come to be synonymous with the idea of a secret society of enlightened, knowledgeable individuals.

The Hoffmann Institute holds many secrets, of course, but when it comes to keeping secrets, the Institute is a rank amateur. After all, it doesn't even have a century of experience under its belt, which marks it as one of the "new guys" in this area. Most of the illuminati detailed here have been around for a very long time indeed, and those that don't have as much experience make up for it with determination and manpower.

This section describes a few illuminati groups present in the world of *Dark•Matter*. The descriptions are brief, giving just enough information for the Gamemaster to get a taste of the group's history and goals. Obviously, these are sketchy descriptions only. Some are more fully described in the *d20 Menace Manual*, while others are drawn from real-world conspiracy lore. For more information on these, consult your local library or bookstore or—better yet—visit the Internet. You can't beat the Internet for the truly weird.

*Dark•Matter* players should avoid reading these descriptions. Instead, they should content themselves with the Conspiracy Hunter sidebars scattered throughout this article. Each one briefly describes a particular conspiracy, illuminati group, or other threat that Hoffmann agents might face, and includes a few clues to alert wary agents of what they might be up against. Feel free to let players read these sidebars, particularly those playing characters knowledgeable about conspiracy theories. It's up to you to decide how much of the information is true, of course.

## USING ILLUMINATI

Conspiracies form the backbone of a *Dark•Matter* campaign. They are the faceless "them" that plots against the heroes, or even against the entire human race. They are everywhere, their arms reaching into all areas of society. They can see and hear anything they want, anywhere on the planet, at all times of the day and night.

Or at least that's what they'd like you to think. It's all well and good to portray a conspiracy as having a terrifying reach, but don't forget that no matter how well-funded and well-organized an illuminati group

may be, it's still composed of fallible beings. Maybe the heroes can't conceive of stopping the Freemasons' plan of taking over the United States, but they can certainly thwart elements of it, and in doing so perhaps stop (or at least delay) the overall plan. Even the grandest operation is made up of small parts, and competent heroes can and should be able to deal with those small parts. Allow the players to break down their objectives into smaller, readily accomplishable tasks, and they'll feel capable of taking on even the most terrifying illuminati group. In order to put their puppet in power, the illuminati must get a friendly governor elected, organize ballot fraud, and even replace an unfriendly Supreme Court justice. If the heroes foil any one of these plans, the operation may well fail entirely—or at least be delayed for another day.

Also, it's best when the heroes don't exactly know who they're facing. While it might be easier to just say, "The Neo-Scientologists are at it again, and you have to stop them," that takes away from the mystery of the game. Let the heroes work to discover their enemy—it makes the game more compelling, and makes the discovery more fulfilling.

There should also come times when the heroes get to see a different side of a potential foe. Sure, the U.S. government may have nefarious plans, but that doesn't mean that every FBI agent is an enemy of the people. Let the heroes join forces with illuminati groups (or at least with particular individuals within such groups), either for individual missions or as a long-term story arc. It helps remind the players that these groups aren't monolithic entities, but rather collections of individuals.

### THE FREEMASONS

Fodder for the lore of countless conspiracy buffs, the Free and Accepted Order of Masons has members scattered throughout the world. To the average person—indeed, to the average member—the Masons are nothing more than a public service organization, a fraternity of like-minded individuals who get together for spaghetti dinners and the like.

Knowledgeable types know otherwise. Though the Masons came to public attention three or four centuries ago, the order actually dates back to the time of Babylon, when they were commissioned to build the Tower of Babel. Later, the order constructed the Temple of Solomon as a repository of occult knowledge. The Masons supposedly learned their secrets from the Knights Templar, who in turn learned them from Ismaili Muslims during the Crusades, who in turn learned them from the ancient Egyptians. (And who, in turn, learned them from the Atlanteans, who learned their secrets from the Greys and other alien races!) In the modern era, the Masons were instrumental in founding the United States, and the nation's capital is littered with their symbols.

Now, the Masons continue their public façade only to conceal their central goal: the "perfection of creation," which can only be accomplished by completing three

### CONSPIRACY HUNTER'S GUIDE: THE FINAL CHURCH

The Hoffmann Institute uses the name "Final Church" to describe a global conspiracy dedicated to dark rituals and the service of fiendish masters. But whether one calls its practitioners demon worshipers, Satanists (a gross misuse of the term, actually), black magicians, minions of the elder gods, or simply murder cultists doesn't really matter—these people are dedicated, body and soul, to evil.

Unlike a traditional conspiracy, the Final Church has no organization, no standard methodology, and no unified leadership. Ultimately, the name itself is only a creation of those who oppose the dark cultists—something to give the enemy an identity. Those who carry out the murderous wishes of the elder gods don't care what you call them—they just want you dead.

One might think that opposing a worldwide conspiracy of violent cultists would draw a measure of support from many organizations. Unfortunately, no one believes (or wants to believe) that such a conspiracy could possibly exist. Even the federal government disavows stories of widespread demonic cult activities, and the Vatican is remarkably silent on the issue. Those who battle the Final Church should know that they're on their own.

**Clues:** The most recognizable symbol of the Final Church is the pentacle—the five-pointed star—usually on a field of red (or even drawn in blood). Other icons associated with cultist activity include the goat's head, the trident (a symbol of the devil), the skull, and the bloody dagger. While thrill-killing cycle gangs cutting up hitchhikers and thrash-metal rock stars seducing youths with drug-fueled orgies fit the traditional profile of the devil-worshiper, the Final Church extends its tendrils into many far more innocent-looking activities as well.

goals. These include the creation and destruction of primal matter, the sacrificial killing of the divine king, and the joining of prima material and prima terra. Whether or not the Masons have achieved any of these goals already, and how close they may be to the perfection of creation (and indeed, what the result of that may be), is unknown except perhaps to a few exceptionally high-ranking members of the lodge.

### THE ROSICRUCIANS

Originally known as the Companions of Horus, the Rosicrucians date back to Egypt in the third millennium B.C. Founded as the keepers of secret knowledge, the Companions dedicated themselves to protecting knowledge of all sorts from destruction. Rumors persist that the Companions worked side-by-side with kinori alchemists and even some Grey telepaths, making it a truly integrated conspiracy indeed! Over the years, they came into conflict with many groups who sought to ban or eliminate certain truths or beliefs.

After their greatest failure—the destruction of the Library of Alexandria—the Companions nearly disappeared. After many centuries in hiding, they re-emerged as the Rosicrucians, derived from the "Rosy Cross" used as a symbol of the group. Throughout the Middle Ages, the Rosicrucians endeavored to disseminate information deemed subversive by the ruling classes. Of course, this marked it as an enemy of the Church.

Today, the organization remains small and scattered, ruled by the Ascended Masters, who reside in a hidden lair high in the Himalayas. Some individuals actually claim to belong to the group, though it's unclear whether they speak truly or simply seek to carry on the traditions of the ancients. The Rosicrucians are bitter foes of the Masons (see above), having never forgiven that order for a perceived betrayal many centuries ago. Due to limited resources, this enmity takes the form of occasional strikes against the would-be totalitarianism of Masonic plans.

### THE UNITED STATES GOVERNMENT

More a collection of conspiracies than a single monolithic illuminati group itself, the U.S. government holds enough secrets to keep a conspiracy hunter busy for multiple lifetimes. The trouble is, no one department has access to all the secrets, making for a muddled mess of tangled plots and not-so-friendly rivalries. Law enforcement agencies, intelligence agencies, military organizations, and more all compete

for tax dollars and other resources, inevitably pitting them against one another.

Just look at some of the conspiracies carried out by the U.S. government over the last half-century: The CIA's MK-ULTRA program tested brainwashing programs. NASA's SETI program may or may not be a front for a human-Grey program keeping watch for some other alien species feared by the Greys. The CDC and National Institutes of Health are working together on a eugenics program designed to test psychic abilities in alien-human hybrids. The Agency for Foreign Technology continues its secret genetic experiments aimed at perfecting the process of creating moreaus (see Xenoforms). The Federal Emergency Management Agency exists purely to take control of the nation in a time of dire "emergency." (See the New World Order, below.)

Ultimately, "the government" isn't a single powerful entity, but a collection of warring illuminati. Heroes may rightly fear what "the government" is likely to do, but what they're really worried about is how the FBI, CIA, or other agencies are going to react. In some cases, the heroes might simultaneously have enemies and allies within the government. (The CIA, Department of Defense, FBI, and FEMA are all described in the *d20 Menace Manual*.)

### THE NEW WORLD ORDER

Another favorite target for paranoid conspiracy buffs, the so-called New World Order refers to a network of groups operating to establish worldwide control under a single governmental entity. This world government is centralized in the United Nations, but also includes such organizations as the World Trade Organization, the Council on Foreign Relations, the World Health Organization, the Trilateral Commission, the Bilderberg Society, and even the United States' own Federal Emergency Management Agency. It's a complex web of power and money, and no one person truly understands its extent. (FEMA is described in the *d20 Menace Manual*, as is the U.N. Elite Security Force.)

That, of course, is exactly how the New World Order would prefer it. When hearing warnings about a "worldwide government," most people point to the largely toothless U.N. and scoff. While disbelief continues, these organizations work quietly to assess the various threats posed by the rising dark tide. Though they don't have the storehouse of knowledge possessed by groups such as the Masons, the Rosicrucians, or perhaps even the Hoffmann Institute

### CONSPIRACY HUNTER'S GUIDE: THE FEDERAL GOVERNMENT

Born from a conspiracy among rebellious colonists (many of them Freemasons), it's only natural that the U.S. government is now one of the most sprawling and labyrinthine conspiracies of them all. Ironically, even though this conspiracy thrives on bureaucracy, it's one of the worst-organized illuminati in history. Rival organizations within the government struggle for control over power and influence, sometimes without even realizing it. Various arms work at cross-purposes, or on redundant activities, resulting in gross waste of resources.

Just take a look at a small sampling of the branches of the U.S. government, each of which supposedly works for the same goal: the protection of American citizens worldwide. Everyone knows about the FBI, of course, and the CIA. Despite having supposedly differing purviews, the two organizations frequently clash over jurisdictions. Throw in the ATF, the NSA, the Secret Service, the NRO, as well as various other military intelligence-gathering organizations, and you have alphabet soup—as well as a situation ripe for corruption and back-room dealings. Even supposedly benevolent, "friendly" arms such as the Centers for Disease Control and Prevention, the Federal Emergency Management Agency, and NASA have their own agendas, which may or may not match the marching orders handed down from the Oval Office.

Confused yet? You should be. But here's the scariest part: Even the government itself doesn't know everything it's doing. The line-item budgets for every one of these organizations could be public record and you still wouldn't be able to figure out what's going on—there's *that much* information. And maybe that's intentional—if even they don't know what they're doing, the government reasons, nobody else can figure it out either.

**Clues:** You can always spot a federal agent—he's the one in the dark suit hiding behind the sunglasses. He might display the bulge of a gun in a shoulder holster, or maybe you'll notice the earpiece keeping him connected with home base. Of course, if they're that easy to spot, maybe they want you to see them, so that you think you'll know when they're doing something.

itself, the groups that make up the New World Order have powerful allies, both private and governmental.

The International Space Station provided a perfect excuse for a massive boondoggle—fully two-thirds of the resources sent up for the space station actually go to supporting the U.N.'s moon base, first settled in 1988. The secret installation, code-named Project Glacier, gives New World Order troops firsthand training in space exploration and colonization, and also provides a uniquely protected "safe house."

### THE GREYS

Though popular culture has only embraced the Greys in the last half-century or so, these diminutive alien beings have influenced the course of human events for nearly 8,000 years. Today, the Greys (or, as they call themselves, the fraal) are the most significant alien presence on Earth.

The Greys haven't always walked among us, of course. Though they freely interacted with the Atlanteans and early Egyptians, the destruction of a Grey telluric generator—perhaps due to sabotage, though the list of potential culprits is long indeed—on Atlantis in 2150 BC resulted in the titanic eruption of a volcano on that island, shattering the island and the Atlantean culture. Stunned by this course of events, the Greys retreated from such close interaction, and in fact have yet to reach such heights of cooperation since. Certainly, they took an active role in other cultures, including a number of Mesoamerican civilizations, but never again would such a free sharing of ideas exist between humanity and the fraal.

During the 20th century, the Greys stepped up their observation of Earth. Among all species, the Greys have perhaps the greatest understanding of what the rising dark tide means: Their own homeworld was lost to them due to exactly such an event, untold thousands of years ago. But whether they study the dark tide's effects on Earth's flora and fauna in order to prevent a reoccurrence here of what happened to their people, or to gain the knowledge and power to return home and reclaim their world, is unknown.

The Greys are masters of psionic power and genetic engineering. They mistrust magic of all sorts, due to their race's bad experiences with the dark tide. They are generally friendly to the U.S. government (or at least to certain agencies that they work with, such as NASA). The fraal are also described in the Xenoforms chapter, as well as in the *d20 Menace Manual*.

### THE HOFFMANN INSTITUTE

Just because a conspiracy claims to have the best interests of humanity at heart doesn't stop it from being a conspiracy. As described in the *d20 Menace Manual*, the Hoffmann Institute hides a very large secret itself: its founder, Itohiro Nakami, is an alien being.

Nakami, horrified by the slaughter of World War I and worried that continued warfare would threaten the Greys' presence on Earth, felt it necessary to step in and take an active role in guiding the future of humanity. Bankrolled by former German diplomat Tomas Hoffmann, who was more interested in Nakami's access to the technology of Nikolai Tesla than to his political goals, the Hoffmann Institute was born in 1917.

Though Hoffmann himself is long dead, Nakami remains at the helm of his organization (in the guise of the grandson of the "original" Itohiro Nakami). The Institute maintains regular contact with a faction of Greys still interested in guiding the human race, and has contacts in governments and in the worldwide scientific community.

At the directive of Nakami himself, the Institute actively recruits agents who have experience with the strange or supernatural, seeking to tap into their knowledge and abilities. Some have wondered if the Institute has expanded too fast over the last two decades, opening offices in a dozen cities worldwide. Though the Institute seems to have maintained its cover so far, it's entirely possible that rogue agents or fifth columnists may have infiltrated its ranks. An inter-organization conspiracy seems inevitable, and if heroes hunting down rogue agents discover the truth about Nakami, they may wonder if they're on the wrong side after all.

### THE FINAL CHURCH

Around the world, there are those depraved souls who worship horrible fiends (see Xenoforms) as gods. Some of these finds may once have held sway over entire civilizations, but today they lurk in the shadows, mere echoes of their former glory. Despite this, they still have minions dedicated to furthering their aims: the destruction of traditional religions and the return of the dark elder "gods" to the world.

Called by some "The Final Church," for lack of a better name (and detailed more fully in the *d20 Menace Manual*), this global conspiracy dates back to the earliest days of civilization, when mankind first discovered that evil powers could be placated through blood rituals. In fact, at least one researcher has claimed that the extinction of the entire Neanderthal species may well

#### CONSPIRACY HUNTER'S GUIDE: THE NEW WORLD ORDER

The rise of the dark tide during the 20th century has mirrored a very different kind of tide: the rise of globalization. From multinational corporations to the World Trade Organization, from the World Bank to the United Nations, the power of the individual nation-state has weakened dramatically in the last handful of decades. Proponents of these trends claim it's a natural evolution of civilization, no different than mammals succeeding dinosaurs as rulers of the Earth.

*Hogwash.*

Globalization isn't some random event that happens to be occurring, it's the result of a massive conspiracy to establish a single world government to rule every last human being on the planet: the New World Order. The U.N.'s just a "front organization" for the efforts of the New World Order, and the U.S. is one of its biggest patsies.

Lately, the New World Order has become particularly interested in near-space operations, including sponsorship of the International Space Station. Whether this is intended to establish a permanent "upper hand" in negotiations with vulnerable nations below, or the first step toward widening humanity's reach to other worlds, is unclear.

**Clues:** Any time that a global concern takes precedence over a single nation's sense of self-preservation or self-government, it's likely that the New World Order has stepped in. From the manipulation of oil prices to multinational strike forces taking down despotic governments, the New World Order seeks to preserve stability and establish control on all fronts. And of course, if you happen to spot some black helicopters in the vicinity...

have been the result of a massive human sacrifice of proportions not duplicated until Hitler's Final Solution.

That was over 20,000 years ago. Just think about that for a moment: a secret organization at least 200 centuries old, and likely far more ancient than that. That would make the Final Church the oldest conspiracy by far, predating even the first alliance between humans, kinori, and Greys that resulted in the Companions of Horus (see Rosicrucians, above). And through all those years, the conspiracy has stayed alive—hiding in the shadows during the difficult years, and thriving during the good times.

Unfortunately for humanity, the last 100 years or so have been one of those good times, with an explosive growth in the Final Church's membership. From Aleister Crowley's Golden Dawn to the Thule Society and its connections with the rise of the Nazi party, from the Manson Family to the Son of Sam, from the thrill-kill death squad to the demon-worshiping cultists hiding in the basement of a suburban home, the Final Church is everywhere. Each arm exists separate from the others—cut down one group of cultists, and you're likely no closer to finding the next group, as no central organization exists. And yet somehow, the Final Church quietly guides the actions of those dedicated to its causes.

It is merciless, it is despicable, and it is utterly malevolent. And it has no goal but to serve its dark masters.

### THE NEO-SCIENTOLOGISTS

This quasi-religious organization was born from a schism within the Church of Scientology. Led by the charismatic William Kwouk, thousands of members left the Church of Scientology in the year 2002 to form their own organization. The Neo-Scientologists seem harmless enough to the average person, offering free personality tests in malls and airports, but this façade conceals a group working diligently to explore and develop psychic powers. This, they believe, will open up a new state of mind capable of tapping into humanity's collective subconscious. Members of the group also tend to turn up investigating UFO sightings, though they have a more sinister purpose than mere curiosity—Kwouk hopes that human-alien contact may help his agenda move along even more quickly.

This organization is described in greater detail in the *d20 Menace Manual*.

# Xenoforms

CREATURES OF DARK·MATTER

*Xenoform. The word conjures up thoughts of mystery and danger. Technically, it describes any lifeform of an alien or unknown origin, though it's generally applied to any creature whose existence isn't widely known (or believed) by the public, from little green (or Grey) men to the Loch Ness Monster.*

*The Hoffmann Institute spends a great deal of time and money researching xenoforms—where they live, what their origin is, and what threat (if any) they pose to humanity. Some may merely be benign organisms, no more dangerous than elephants or the coelacanth. But the Institute isn't likely to take any chances. In many cases, a direct link between the rising tide of dark matter and the rising population of these xenoforms can be drawn, suggesting that their mere existence may signal a larger danger to the human population.*

*Most xenoforms fall into one of three categories. Some are naturally existing creatures, more or less native to Earth. The second group is the opposite of the first: invaders from another world or dimension, beings which by all rights shouldn't even exist on our globe. The third and final group is perhaps the most terrifying, for this category contains those horrors that humanity has created on its own—usually unintentionally, though not always so.*

*Of course, it isn't quite as cut-and-dried as that. Some creatures don't fit neatly into a single category—the Montauk monster, for example, is an otherworldly threat, but it only exists on Earth because of human experimentation. Many claim that the sasquatch is actually a non-native species, but regardless of origin, those on Earth know nothing of living on any other world and have adapted completely to terrestrial existence.*

## USING XENOFORMS

At its heart, an encounter with a xenoform is a strange and terrifying brush with the unknown. At best, it's a wondrous and fascinating experience to be remembered until the end of your days. At worst…well, at worst you don't get to remember it for more than a few seconds.

Use xenoforms sparingly in your *Dark•Matter* game. It's easy for the campaign to become a "monster of the week" storyline, but that robs the encounters of their wonder and mystery. If every dark alley, sewer, or jungle holds another creature that doesn't appear in any zoology textbooks, the characters (and thus the players) are rightfully going to wonder what's so special about all these freaks of nature. If your players start to check off xenoforms like they're completing a scavenger hunt—"Bigfoot, check; mothmen, check; alien probe, check"—then you've probably overdone it a bit.

That said, the xenoform encounter doesn't have to be the climax of a long adventure. Sometimes, it can be the clue that something terrible is going on, starting the characters on a search to find out who or what is responsible for these horrific beasts.

Below is a breakdown of some of the xenoforms traditional to the horror/conspiracy genre, divided into the three categories described earlier. Each one includes a brief description of how you might use the creature in a *Dark•Matter* setting, as well as an adventure hook to get you started. By no means are these the only creatures appropriate to *Dark•Matter*. The *d20 Modern Roleplaying Game*, *d20 Menace Manual*, and the *Urban Arcana* campaign setting include many, many more creatures that might find a place in your game. (Unless stated otherwise, the creatures below are taken from the *d20 Menace Manual*.)

When selecting or creating a new xenoform for an encounter, avoid using overtly fantastic or mythological creatures. Encountering a group of ghouls or grimlocks in the Chicago sewers is one thing, but running into a unicorn or fire-breathing dragon in Central Park breaks the mood of eerie mystery. (That said, if you're running a more fantasy-themed game, perhaps incorporating elements of the *Urban Arcana* campaign setting, a higher fantasy tolerance is acceptable, even expected.) In a *Dark•Matter* game, xenoforms should inspire shock and revulsion in at least equal parts as awe and wonder.

## HORRORS OF NATURE

These creatures may be evolutionary dead ends, throwbacks to earlier ages, or simply as-yet uncatalogued denizens of our planet.

**Breathsnatcher:** The breathsnatcher, from *Urban Arcana*, makes a great lone killer. Whether preying on urban pub-crawlers, homeless winos, or comatose patients in local hospitals, the breathstealer combines unthinkable evil with an all-too-human appearance.

*Adventure Hook:* The mayor of a small city is getting accolades for clearing the streets of the homeless. But it's not the city's social policies that are doing the trick—it's a breathsnatcher who's been clearing the streets of human detritus. Worse still, the breathsnatcher's on the mayor's payroll!

**Crawfordsville Monster:** These amoebalike prehistoric throwbacks first came to the Institute's attention in the 1930s, when a pack of them devoured an entire town in rural Illinois.

*Adventure Hook:* Hikers have been disappearing along a stretch of the Appalachian Trail. The FBI suspects that a local Satanic cult has been kidnapping the hikers, but they've actually been feeding a Crawfordsville monster, which has grown to Gargantuan size.

**Mapinguari:** This enormous ground sloth roams through remote regions of South America, far from the predations of mankind.

*Adventure Hook:* An eccentric billionaire has dispatched a team of hunters to bring back a mapinguari for his private zoo. Hoffmann sends a group of agents to follow the hunters and, if possible, prevent them from succeeding. Bringing back DNA samples of the mapinguari would be a bonus.

**Sasquatch:** Known more colloquially as Bigfoot, this creature may be the most iconic figure of the modern monster-hunter. Most are as savage as their reputation describes, but a few still cling to the culture of their ancestors—the alien race known as weren, brought to Earth by the fraal long ago.

*Adventure Hook:* Campers attacked in the Mount Rainier National Park claim that their assailant was "a big ape." Hunters and publicity hounds of all stripe immediately descend on the area, hoping for a picture (or a trophy) worth thousands of dollars. The Institute knows the truth—the culprit is a rogue weren soldier from their compound in the Pacific Northwest—and dispatches a team to bring back the runaway before he does more damage. Of course, the agents may not know the whole story beforehand...

**Sea Serpent:** Tales of great aquatic leviathans date back to the earliest sailors, as such creatures have roamed the world for millions of years. Despite humanity's best efforts, enough dark corners of the ocean remain to allow these beasts to remain "undiscovered," at least officially.

*Adventure Hook:* In the area of the Atlantic known as the Bermuda Triangle, three vessels have been lost in the past two weeks. Though the Institute's official stance is that the region has no paranormal links, it sends a few agents to check out the possibility of alien involvement. Instead, they find out to their horror that a great sea serpent is to blame—and is still hungry, to boot!

**Skunk Ape:** Another classic critter of modern legend, this one comes from the *URBAN ARCANA* campaign setting. Surprisingly intelligent, these hominids are generally peaceful and non-threatening unless attacked first.

*Adventure Hook:* Government agents brought into investigate poaching on federal land are discovered dead and half-eaten. Further investigation reveals a family of skunk apes living in the vicinity, and a few leftover scraps of government agent in their cave. Though these apes did indeed consume some of the dead agents, they aren't responsible for the murders; those were the work of a group of drugrunners growing opium on the federal land.

**Yeti:** Thought by many to be related to the sasquatch, the yeti may actually be some form of human-weren hybrid. Many are closely allied to the Ascended Masters, the ancient and secret rulers of the Rosicrucians (a.k.a. the Companions of Horus).

*Adventure Hook:* A patrol of Chinese soldiers in Tibet has killed a yeti, but a snowstorm prevents them from returning to base with the body. A team of Hoffmann agents must intercept the soldiers and steal the body, preferably without the soldiers even knowing they were there.

## OTHERWORLDLY THREATS

These frightening beings hail from dimensions or worlds far from our own. They don't belong here, but just try telling them that!

**Alien Probe:** These devices, utilized by the alien fraal (see below), are used to explore and collect data. They are often sent to areas that the fraal wouldn't dare go themselves.

*Adventure Hook:* While on another mission (such as any of those listed in this chapter), the heroes occasionally spot a fast-moving light in the air. The alien probe is investigating the same phenomenon as the agents, and is willing to use its powers to thwart them in their quest.

**Elohim:** These mighty beings of elemental fire are inextricably intertwined with human history, having been regarded at various times as kings, angels, or even gods. They destroy fiends and luciferans (see below) wherever they find them, but rarely pause to allow innocent bystanders to escape the scene.

*Adventure Hook:* A particularly charismatic evangelist has rallied a large group of followers to his fundamentalist (and quasi-apocalyptic) cause. Fearing either an ugly conflict with the feds or a mass suicide, Hoffmann sends a few agents to infiltrate the cult. When the agents try to stop the group from torching the headquarters of a local software company secretly

### CONSPIRACY HUNTER'S GUIDE: NEO-SCIENTOLOGY

This splinter faction of the Church of Scientology was formed in the early days of the 21st century by William Kwouk. Once a prominent Scientologist, Kwouk broke away from the teachings of that organization and took thousands of other members with him to found the Neo-Scientologists. Though the two groups appear to share many beliefs, the parent organization is engaged in a legal battle with the younger group (ostensibly over the use of the name, but many believe it goes deeper than that).

The Neo-Scientologists work diligently to spread their faith, but in addition to that are quite interested in UFO sightings. This makes them a natural rival of the Hoffmann Institute, though the Institute prefers to play down any competition between the two groups. However, it's a poorly kept secret that the Institute's director, Itohiro Nakami, doesn't trust the Neo-Scientologists, though he's been unable to say exactly why.

For now, Hoffmann agents are instructed to avoid conflict with the Neo-Scientologists, and for that matter to avoid any appearance of competition for the secrets that both organizations apparently pursue. Let the Neo-Scientologists grab their headlines, agents hear, while we work quietly behind the scenes.

**Clues:** The Neo-Scientologists don't have any secret symbology, though they do use certain terms of jargon that can help to identify them. The group is divided into two orders, called Signs (the training arm) and Voices (the recruitment arm). Members speak of the "analytical mind versus the reactive mind," and of mental states called "Clear"—the shedding of the reactive mind in favor of the analytical, or rational mind—and "Aware," the ability to tap into humanity's collective subconscious.

run by a luciferan (see below), the elohim reveals himself in all his glory.

**Etoile:** These bizarre alien creatures seek to enslave the entire human race, transforming them into cybernetic minions (see the sand slave, below).

*Adventure Hook:* MUFON (a private group of UFO enthusiasts) has retrieved an unconscious (and dormant) etoile, which they believe to be a machine of alien manufacture. The Hoffmann Institute seeks to retrieve the etoile before the group manages to repair (and thus reactivate) the creature.

**Fiends:** A wide variety of fiends exist, including those in the *d20 Modern Roleplaying Game* and the *d20 Menace Manual*. Some are murderous monsters, while others are coldly ruthless killers, but regardless of form these otherdimensional beings are pure manifestations of corruption and evil, and find the world of the *Dark•Matter* setting to their liking.

*Adventure Hook:* A tumor fiend has taken up residence in the basement of a local hospital, where it feeds on the occasional cancer patient. The hospital does its best to cover up the unexplainable deaths, because its chief administrator (a necromancer) doesn't want any undue attention.

**Fraal:** These small humanoid aliens (nicknamed Greys for the hue of their skin) have meddled in human affairs for thousands of years. Sometimes they seem to be our allies; but in other cases, they have been willing to sacrifice human lives for their own needs.

*Adventure Hook:* A crashed fraal scout ship, long-buried under the ice of Greenland, has become uncovered due to seismic activity. Its emergency beacon is too weak to summon help from space, but has been picked up by the Hoffmann Institute (among other groups). Now it's a race between the Institute and its rivals to see who can reach the ship first and claim its secrets.

**Gardhyi:** These sinister aliens are often misidentified as government "Men in Black" due to their somber garb and marked interest in paranormal events. Worst of all, these creatures represent only the first contact with a larger alliance of alien creatures, feared even by the fraal.

*Adventure Hook:* Arriving on the scene of an unusual event (such as one of those listed here), the agents learn that they aren't the first to investigate—a pair of men in dark suits with dark sunglasses just left the scene. This happens a few times before the heroes spot the culprits: a pair of gardhyis gathering data for their alien masters.

**Half-Fraal:** Genetic experiments by the alien fraal (see above) created these half-human hybrids. Those that don't display alien features are typically unaware of their heritage, while those with visible mutations are shunned as freaks.

*Adventure Hook:* The carnival has come to town, including a full-fledged freak show. Since such gatherings often include paranormal beings, the agents are dispatched to investigate. While they're there, a pair of Men in Black show up in search of an alien hybrid who supposedly travels with the carnival. The obvious target, the alabaster-skinned, pink-eyed "Alien Boy," is their quarry, but he's just an albino: the real half-fraal is the hypnotist.

**Kinori:** Though the species has been present on Earth for millions of years, the dinosaurlike kinori are originally from another world or dimension (no kinori truly remembers their original home). They have lived underground in secret for countless generations, but still hope to take back "their" world from the usurping humans.

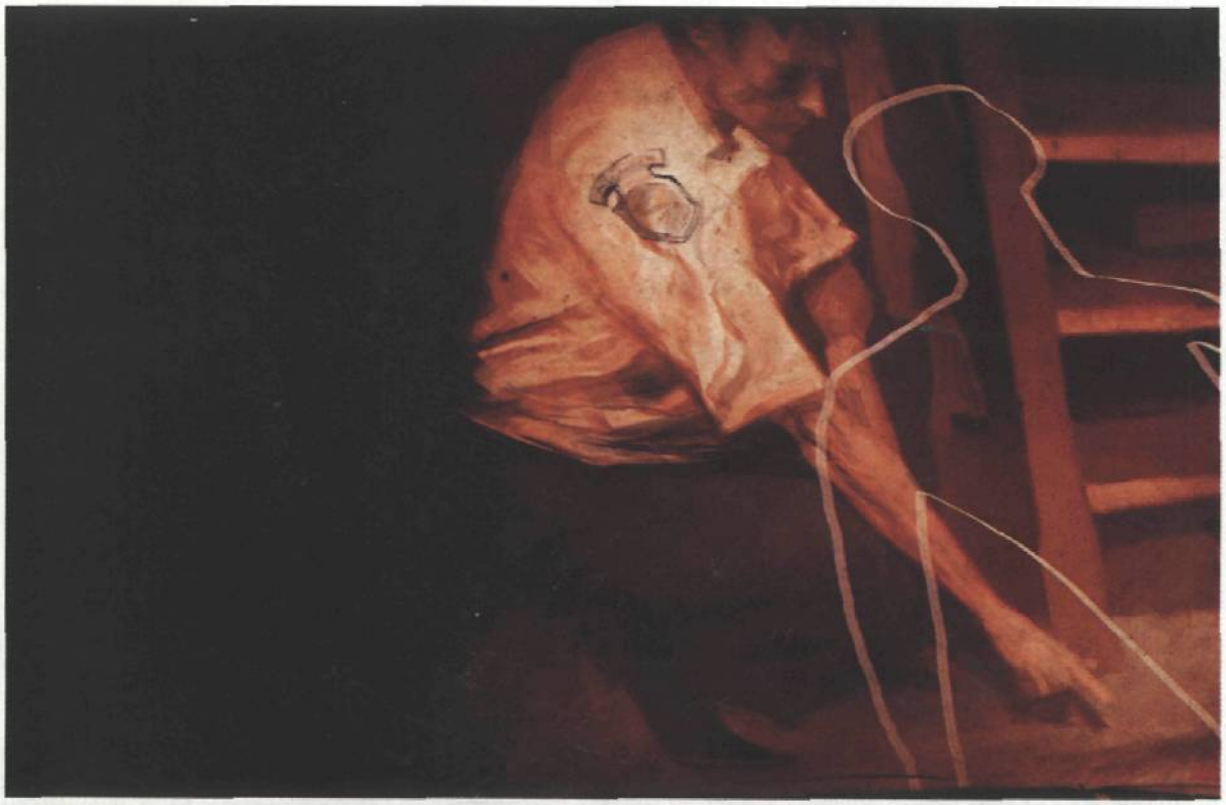
*Adventure Hook:* Reports of alligator sightings in the New York City sewers are up 23% in the last six months. Hoffman sends in a team of agents to investigate, but neglects to warn them that these "gators" are more likely the intelligent and deadly kinori.

**Luciferan:** These clandestine alien beings exist in secret among or on the outskirts of human civilization. Despite their devilish appearance, luciferans have no natural bent toward evil, though they often enjoy meddling in human affairs (sometimes with positive outcomes). They fear the elohim, but rarely discuss the origin of this antipathy.

*Adventure Hook:* The CEO of a local software company, a close ally of the Institute, fears for his safety. Apparently, some apocalyptic cult has marked him as an enemy of humanity and now threatens his business (as well as his personal well-being). A few Hoffmann agents are quietly added to his security detail, but when they learn along the way that he's actually a luciferan, they must quickly reassess which side they should be on.

**Montauk Monster:** Brought to Earth through scientific experiments in the mid-20th century, the Montauk monster is a thing of pure energy—and hatred.

*Adventure Hook:* Despite being fired from the Department of Defense, a scientist continues her work on teleportation on her own. She manages to open a dimensional rift for a split-second—just long enough to bring a Montauk monster into our world. The creature escapes the containment field of the device and begins its rampage through a quiet New Jersey suburb. Hoffmann agents must either destroy the monster or find the scientist and reverse the experiment that brought it here.



**Mothfolk:** These alien beings have migrated to Earth from an alternate dimension. No one knows why they have come—whether their original home is no longer habitable, or perhaps if they are fleeing some terrible threat.

*Adventure Hook:* Tourists at an out-of-the-way Mesoamerican pyramid report being chased away by an enormous winged creature with glowing red eyes. Some natives claim this is an avatar of Quetzalcoatl, returned to wreak vengeance upon those who despoiled the area. It's actually a mothfolk, trying to warn people away from the pyramid, which contains a recently activated portal to an unknown dimension.

**Puppeteer:** These psychic parasites, found in the *d20 Modern Roleplaying Game*, control living creatures to accomplish their nefarious schemes.

*Adventure Hook:* A local city councilwoman widely known as a tool of big business reverses her vote on a crucial issue that costs a noted corporation millions of dollars in environmental fees. Though lauded by many, the politician isn't operating of her own free will—she's being controlled by a puppeteer that doesn't want the corporation's clearcutting to reveal a nest of more of its kind. The puppeteer itself isn't attached to the politician, but to a low-level functionary working in her office.

**Sand Slave:** Creations of the alien etoile (see above), sand slaves are cybernetically transformed humans. Loyal only to their etoile masters, these powerful minions can easily pass as human, infiltrating organizations in order to subvert them from within.

*Adventure Hook:* A group of missing women shares a single link—all took part in medical experiments involving antifertility implants. Unbeknownst to them, the experiment was tainted—the women were instead implanted with dormant etoile nanites which have accidentally been activated. The women are now sand slaves, and are traveling toward Houston to rendezvous with their new master. Agents are called in to track down the women before they fall under the control of the etoile.

## CREATIONS OF MAN

Throughout the course of history, humanity has often been its own worst enemy, giving birth to uncounted monsters of flesh, steel, or dream. Most horrifying are those that were once human themselves.

**Flesh Golem:** This creature, from the *d20 Modern Roleplaying Game*, works well as the servant or bodyguard of a necromancer.

*Adventure Hook:* A flesh golem's master died unexpectedly. When creditors came to reposess the necro-

mancer's laboratory equipment, the flesh golem went berserk. Now it haunts the slums, lashing out at anyone who comes near. Local gangs are terrified of the monster, as it's nigh-invulnerable to their attacks. The twist: A resident has recognized the golem (well, the head anyway) as a loved one, and needs help "rescuing" him.

**Ghoul:** Victims of a horrible strain of virus, ghouls are human beings transformed into disease-ravaged corpses. No longer human, they survive on the fringe of society, taking what they need to survive.

*Adventure Hook:* The biohazard disposal fees incurred by a local hospital have dropped dramatically during a new administrator's tenure. The savings aren't due to any diligent attention to cost-cutting, but rather to a bargain cut between the administrator and a local pack of ghouls. When the administrator becomes the victim of a layoff, the ghouls' food supply disappears...with predictable results.

**Maniac:** Though insanity rarely needs a supernatural push, the rising tide of dark matter has also led to increased mental instability. Some of these poor souls, particularly those confronted by the hidden horrors of the world, are pushed over the edge into homicidal mania.

*Adventure Hook:* A close friend of one of the agents begins to suspect that there's something more to the agent's activities than he's letting on. When he finally witnesses them battling some horrific creature, his obsession is transformed into insanity. Now, the former friend fixates on the agent as the target for his violent nature and seeks an opportunity to "punish" the agent for what has happened.

**Moreau:** These animal-human hybrids, detailed in the *d20 Modern Roleplaying Game*, may be created by mad scientists or via government contract. Some organizations use them as elite soldiers, others as spies or assassins.

*Adventure Hook:* Agents all-too-accustomed to dealing with psychotic cannibal-killers find that their latest target is actually a rat moreau. But this isn't the end of the story, as the agents follow the moreau's trail back to a secret government lab dedicated to the creation of these hybrid xenoforms.

**Mummy:** These undead creatures from the *d20 Modern Roleplaying Game* are preserved through ancient rituals. Some claim that the kinori (see above) taught humans the art of mummification more than 5,000 years ago.

*Adventure Hook:* An outbreak of an illness resembling a flesh-eating virus strikes a major city. The first victim turns out to be the curator of a local natural history museum. Under pressure, he lets slip that he developed symptoms shortly after receiving a shipment from an affiliated museum in Tunisia—a shipment which was stolen from the museum that very night. The shipment, of course, contained a mummy, sent as part of a terrorist plot of biological warfare. Now the mummy roams free in the city, spreading its rotting disease to all it touches.

**Night Terror:** Whether created from whole cloth by the nightmares of children or summoned to this world from alien dimensions by particularly vivid dreams, the horrors known as night terrors pose dire threats to their chosen victims.

*Adventure Hook:* A young girl targeted by Hoffmann as a potential future recruit begins to suffer from extraordinary fatigue and tension. Her parents, fearing for their daughter's health, contact the Institute for a follow-up visit. The heroes assigned to her case can't let the parents know that the agency's been watching their daughter for many months, even as the girl's nightmares begin to take very real form.

**Replacement:** These vat-grown clones (see the *d20 Modern Roleplaying Game*) are used by wealthy and unethical organizations and governments for purposes of deception and subterfuge.

*Adventure Hook:* After many weeks of negotiation with his kidnappers, the CEO of a major defense contractor is safely returned to his family. When top-secret technology starts disappearing out the back door, the government blames left-leaning technicians, but the truth is more dire: an enemy nation has replaced the CEO with a clone loyal only to them. The agents must uncover the conspiracy, learn if the original is still alive (and where he is), and stop the knowledge drain without creating an international crisis.

**Revenant:** Like a spirit (see below), a revenant is a once-living person returned from the grave. Unlike the spirit, the revenant exists for only one reason—to seek vengeance upon those still alive.

*Adventure Hook:* A judge has been slain, brutally torn limb from limb by an unknown assailant. Due to the unusual circumstances of the crime, the Institute sends in some agents to check it out. The culprit is a revenant, sentenced to death 7 years earlier after his public defender (now a very dead judge) intentionally allowed him to be framed in exchange for political favors that led to his election. The revenant isn't done, though—it also seeks the death of those who traded the attorney those favors, including the mayor herself.

**Sewer Sludge:** The product of an unknown mix of toxic chemicals, the sewer sludge feeds on whatever creatures are unlucky enough to cross its path.

*Adventure Hook:* Half-eaten cattle found along an irrigation ditch are chalked up by locals to the activity of wolves, or perhaps devil worshipers (except for those few who insist that aliens are responsible). The real predator is a sewer sludge, washed downriver from its urban home by recent torrential rainfalls.

**Spirit:** A wide range of spirits exist, from the animating spirit (poltergeist) to the possessing spirit (or haunt). These beings, described in *URBAN ARCANA*, are the essences of once-living creatures cursed to remain on Earth for any of a variety of reasons. Some are malevolent, others merely malicious or spiteful, and a few may even prove helpful to living beings.

*Adventure Hook:* A schoolteacher contacts one of the agents for help solving a murder. She claims to have taught the agent in his youth, though the agent has no particular memory of the teacher. During the investigation, the agents fail to find any connection between the schoolteacher and the murder victim (who, it turns out, is known to the agent). When the agents finally track down the killer, they learn the truth: the schoolteacher has been possessed by the spirit of the murder victim, who used his extra days on Earth to bring his own killer to justice.

**Urban Wendigo:** These cannibalistic urban creatures, detailed in *URBAN ARCANA*, hunger for the flesh of those who wronged them in life. Though once human, the dark tide has tainted these wretches, turning them into unspeakable horrors. Or perhaps, the dark tide merely revealed what was there all along.

*Adventure Hook:* A rash of missing persons is traced to an area of a half-dozen blocks. Suspecting something more than just another serial killer, Hoffmann sends a team of agents to keep the problem from getting too public. Investigating a condemned tenement in the middle of this area, the ill-equipped heroes run afoul of a hunting pack of urban wendigos.

# Afterword

BY ANDY COLLINS

This game owes its life to the work of Wolfgang Baur and Monte Cook, and their groundbreaking work on the original *Dark•Matter* campaign setting for the *Alternity* roleplaying game. By necessity, *Dark•Matter: Shades of Grey* only scratches the surface of weirdness. For a wealth of new ideas for your conspiracy-themed game, you owe it to yourself to track down a copy of the original, published in 1999 by Wizards of the Coast, as well as any of the other fine *Dark•Matter* products.

There's a wealth of other sources out there, both fictional and non-fictional, to inspire your *Dark•Matter* game. Doug Moench's *Big Book of Conspiracies* and *Big Book of the Unexplained* provide a great overview of topics appropriate to *Dark•Matter*. Grant Morrison's *The Invisibles* comic series (available in collected versions) is a great model for a group of heroes fighting against grand conspiracies. Dan Brown has written a number of fictional works (*Angels and Demons* is probably the best, but they're all worth reading) featuring heroes battling conspiracies large and small, from the U.S. government to the Catholic Church to the Illuminati itself.

And of course, the Internet. The great thing about researching your *Dark•Matter* campaign on the Internet is that the accuracy (or lack thereof) of the subject matter is meaningless. What is perhaps the Internet's greatest weakness as a research tool—the questionable veracity of its "facts"—becomes its greatest strength. After all, in *Dark•Matter*, the Gamemaster is the one deciding "What is Truth?"